

The Gates of Hell

Grimoire of Cosmic Entities Volume One

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Original Concept by Serge W. Desir, Jr.



Chapter Nine: The Lords of the Nine

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The following is an excerpt from the Diary of Drenicus when he peered through a mirror of the realities during the Age of Greatness.

Now that the various Grand Dukes and Imperial Highnesses had arrived, the creature I recognized as the Constable of Nessus approached the bottom stair that led to the ruby throne shaped like a coiled serpent. There the creature offered a flourished bow before the 999 attendees. Although a dreadful illness fills my soul even as I recall what I saw, I will recount the words he used as I heard them through the pit fiend I used to observe the proceedings.

"Loyal Courtiers of Perdition, Slaves of Hell, Scions of the Pit," he said with regal air, "I, Martinet, the Constable of Hell, Knight of the Nine Circles, and Most Honored Servant of The Overlord of Hell, now call on you to pay homage to the Lord-Regents of the Nine Circles of Perdition!

"Bow before His Imperial Grace, Warlord of Avernus and Master of the Infernal Gates, Bael, the Lord of the First!"

The entire chamber shook as nine tremendous meteors burst from the floor before the Constable. When the flames and smoke cleared, a hulking figure remained. It appeared to be a tremendous pit fiend, although the face bore some human qualities. A bronze kilt concealed the great hooved feet, and the translucent, reddish body shimmered with burning scales. The monster rose to its full height, bowed before the empty Serpent's Throne, then made its way to the first alcove on the Constable's right.

"Bow before His Imperial Grace, Arch-Duke of Dis and the Potentate of the Iron City, Dispater, the Lord of the Second!"

The ground before the Constable bubbled and hissed as burning, liquid iron appeared. Abruptly, it shot up in a great line, quickly taking the form of a tall, slender older man in conservative, yet regal robes and cloak the color of steel lined in blood-red. The man held a long, iron rod in one hand and an iron staff in the other. Burning, cloudy eyes devoid of emotion in spite of smirking lips glanced at the Constable before turning to the Serpent's Throne. Then, the man turned to the left and limped to the appointed alcove.

"Bow before His Imperial Grace, Arch-Duke of Minauros and the Marquis of Avarice, Mammon, the Lord of the Third!"

Thousands of sparkling gold and platinum coins fell from above. In short order they formed a tall, pudgy hellspawn. All manner of jewels adorned his horns, clawed hands, and tail. A self-absorbed smile stretched the jowly face as the infernal being winked a glittering eye at the Constable before offering a very elaborate bow to the Serpent's Throne. Then, with a flap of his wings, the creature made his way to the second alcove on the left.

"Bow before His Imperial Grace, Arch-Duke of Phlegethos and the Master of Pains and Suffering, Belial, the Lord of the Fourth!"

Thousands of voices filled the room, some screaming in ecstasy, others in torment. A pillar of flames shrieked from above and shortly revealed an angelic man of incomparable beauty floating just above the ground. Dressed only in black leather against white-hot flesh, with burning wings and a halo of flame, the fallen angel held a great black trident in both hands. The Fallen gave the Constable a demure smile before blowing a kiss at the Serpent's Throne. He then took his place on the second alcove to the right.

"Bow before His Imperial Grace, Arch-Duke of Stygia and Prince of Wantonness, Leviathan, the Lord of the Fifth!"

The sound of tons of ice and water moving with terrible swiftness filled the room before a massive chunk of ice exploded from the floor. Deep within, barely discernable, was a large creature, its body a marriage between a human male and whale, its shark-like head too small for its huge, toothy maw. Frozen, only its soulless, black eyes moved, glaring at the surroundings. The creature did not even acknowledge the Serpent's Throne before its prison slowly and gracefully began turning as it glided on its wet base to the third alcove on the left.

"Bow before Her Imperial Grace, Arch-Duchess of Malbolge and Queen of Desolation, Lilith, the Lord of the Sixth!"

Storm clouds, accompanied by winds and thunder, appeared above. With a crash, a single bolt of lightning struck the ground and was swiftly replaced by a startlingly handsome woman with long, raven hair wielding a sword, the blade made from crackling black lightning. Utterly naked, she covered herself with great black wings. Before taking her place in the third alcove on the right, she barred serpentine fangs at the Constable and glared at the Serpent's Throne.

"Bow before His Imperial Grace, Arch-Duke of Maladomini and Lord of the Flies, Beelzebub, the Lord of the Seventh!"

The sound of a million flies dimmed my ears before the vermin themselves appeared. They converged at the center of the room. As they slowly parted, a large, heavily muscled man in regal finery hovered among them. Between the two horns atop his head were a pair of large, multifaceted eyes and antennae. Three pairs of black wings, otherwise like those of a huge fly, hummed behind him as he offered a sinister smile at the Constable and a deep bow to the Serpent's Throne. Then, still wrapped the swarm, the Lord

of Lies glided gracefully to the fourth alcove on the left.

"Bow before His Imperial Grace, Arch-Duke of Cania and Lord of Loss, Mephistopheles, the Lord of the Eighth!"

A single shaft of ice-blue light, accompanied with shards of ice and sleet, descended from above. Abruptly, a tall infernal being with great wings appeared. Dressed in pristine white robes that contrasted the blue-black flesh, he carried a ranseur, each of the weapon's tips humming, crackling, or hissing a different kind of element. Ice-white eyes studied the surroundings, emotion of any kind invisible on the chiseled face. The infernal inclined his head to the Constable before staring at the Serpent's Throne. Lust danced on the hellspawn's face briefly before he turned and strode to the fourth alcove on the right.

Terrible though what I beheld had been, a fear beyond that of any I've ever experienced kindled within me as the Constable reared himself to his full height, his arms spread in perverse welcome as he fell to both knees. I knew what was next and I nearly turned away from the spectacle but found myself transfixed. The Constable began to speak:

"And now, all prostrate yourselves before the Serpent's Throne, for He now arrives to dictate unto us all, His worthless slaves - "

For millennia untold, the true nature of Hell's enigmatic rulers, the infamous Lords of the Nine, has been steeped in rumor, buried under myth, and spoken of in hushed tones. To this very day, the Lords of the Nine remain enigmas, yet none doubt their existence, much less their power and evil.

The pinnacles of Hell's nobility, the Lords of the Nine are masters of the nine layers of Hell, the heart of all Lawful Evil in Creation. The Lords of the Nine are all extremely independent, greedy, tyrannical, and evil. In short, they are among the most debased beings in the Cosmos. Like arch-devils, each of them possess powers well beyond those of the devils they command, and like arch-devils, they are enemies to the forces of goodness and chaos. However, unlike arch-devils, the Lords of the Nine rule not a paltry realm, but an entire layer of the Nine Hells of Perdition.

"Lords of the Nine" is somewhat of a misnomer when it comes to who is included. As a group, it would appear that they make up the highest strata of Hell's nobility, commanding the Dukes of the lowest strata, and wielding greater authority and more power than the arch-devils of the second strata. And this is true as far as eight of the Lords are concerned. The Lords of the First through Eighth are powerful arch-devils with the added potency given them by The Lord of the Nine, Asmodeus. However, the eight all bow (unwillingly) to the power of Asmodeus, who ranks as the only member of Hell's royalty (neither Glasya nor Lixer are accorded this recognition).

Unlike arch-devils, the Lords of the Nine maintain powers that rival those of the gods. While not completely omnipotent, a Lord in his layer is virtually unstoppable, capable of feats beyond that of most beings in the Cosmos. Additionally, each maintains his own unique powers related to his interests, goals, and the nature of the layer he commands. Thus, as the ruler of the largest and most "inviting" city in Hell, Arch-Duke Dispater is a canny, witty, almost friendly fiend with powers to smother weaker minds in order to maintain the law of Dis; on the other hand, the narcissistic Beelzebub, committed to achieving perfection, reveals the weakness and impurity in all lesser creatures, forcing them to wither into nothing with but a touch.

Although they hate each other, the Lords of the Nine are well aware of the necessity for treaties and political maneuvering even as each strives to eventually overthrow Asmodeus and rule the Hells. During the years of

Classic Perdition, the Lords composed three distinct political camps. One, made up by former and now fallen angels, included Beelzebub, Astarte, Belial, and Moloch. The other camp composed of fiends always thought to have been devils, including Mephistopheles, Mammon, Geryon, and Dispater. Asmodeus stood alone. Each camp claimed that it existed to ensure that the other camp did not attempt to overthrow The Overlord of Hell. Eventually, the political maneuvering of these camps came to a head during the *Dies Irae* and ended in disaster for all save Asmodeus. Since then, the Lords of the Nine largely work independently of each other, although both Bael and Leviathan are greatly hated by the others. Additionally, the Lords hate maleficaraim and loath other arch-devils, knowing that such creatures are only one step removed from taking a sitting Lord's place.

The arch-devils that have been Lords of the Nine have changed a number of times. For example, the rulership of the First, Fifth, and Seventh Hells have changed hands a few times over the past few hundred million years, with some Lords being killed, others imprisoned, and still others banished by Asmodeus. The best known restructuring of the Lords occurred during the infamous *Dies Irae* in which Asmodeus eliminated two Lords, Geryon, former Lord of the Fifth, and Moloch, former Lord of the Sixth; the new Lords are Leviathan and Lilith respectively. The former Lord of the First, Astarte, often confused with the dragon goddess Tiamat, has also been cast aside, imprisoned somewhere on Avernus by the new Lord, a former pit fiend, Bael.

Beyond a doubt, there are few beings in existence that wield as much power as the Lords. Although not true gods, the Lords have god-like might at their disposal, and are always eager to gain more power. They are among the most dangerous beings in existence, capable of cheating even gods. All creatures, mortal or not, should avoid dealing with these monsters at all costs.

Creating a "Lord of the Nine"

"Lord of the Nine" is a template that can be added to any creature bearing the arch-devil template with at least 40 HD. On rare occasions (DM discretion), Asmodeus, The Overlord of Hell, grants this boon to very powerful mortals of at least 41st level (he grants them both the arch-devil and Lord of the Nine templates simultaneously). Ascended mortals will use the totality of their character class in place of HD where HD is used as a

basis upon which to determine DCs unless otherwise noted.

The base creature gains the Evil, Extraplanar and Lawful sub-types, and loses any other alignment sub-types. A Lord of the Nine uses all of the features and benefits from the arch-devil template in addition to those benefits listed here; unless otherwise noted, these elements replace those associated with the arch-devil template.

Armor Class: The Lord acquires a +9 profane bonus to armor class; this overlaps with the profane bonuses gained from the arch-devil and/or Duke of Hell templates.

Aura of Hell (Ex): The presence of a Lord is so vile that it causes lesser beings to cower or pay homage to the might of its evil. All within 900 feet of a Lord must succeed in a Will save equal to $10 + \frac{1}{2}$ the devil's racial HD + the devil's selected modifier + 9 (from the Lord's Diabolic Prowess) + any existing enchantment bonuses (e.g., from the Spell Focus [Enchantment] feat). Those who succumb to the evil the Lord represents suffer one of the two following effects as determined by the Lord (who can change the effect, or discontinue it, as a free action):

Cower: Affected beings cower before the might of the devil. They can defend themselves normally but take no actions.

Induce Fear: Affected beings become panicked and suffer a -6 morale penalty on attack rolls, saves, and checks. The merest glance or gesture from the Lord of the Nine makes them frightened, and they flee from it as quickly as they can. A panicked creature has a 50% chance to drop what it's holding, chooses its path randomly (as long as it's getting away from immediate danger), and flees any other dangers that confront it. If cornered, a panicked creature cowers.

The Lord can make its servants, "worshippers," beings of Lawful Evil alignment, or a mixture of all three types immune to this effect as a free action. This immunity lasts one day or until the Lord dismisses it.

Other Lords of the Nine, and beings possessing divine ranks or cosmic ranks equal to or greater than that of the Lord, are immune to the Aura of Hell.

The Aura of Hell replaces any existing *fear* auras of the base creature.

Call Devils (Sp): Lords, as the near supreme devils, command the absolute respect of lesser devils. As such, a Lord can *call devils* as a move equivalent action. Nine times per day, a Lord may call a Duke of Hell, 9 pit fiends or 18 of any lesser type of devil. A Lord also commands more powerful devils. When he *calls devils*, common devils may have 3 times their normal HD up to a maximum of 45 HD. For instance, if Belial, Lord of the Fourth was to *call* hamatulas, the hamatulas who answered would possess 36 HD. Since these devils are called, they have the ability to summon other devils as their *Monster Manual* or template descriptions allow. As the masters of devils, the Lords of the Nine never hesitate to summon servants if they fear that their lives are in danger, or if they grow bored with a confrontation. In short order, a Lord can fill an entire chamber with a legion of devils.

Damage Reduction (Ex): The Lord of the Nine acquires damage reduction 40/anarchic, epic, good and silver. In essence, only the most powerful magic items (mostly artifacts and relics) can fully harm a Lord of the Nine.

Diabolical Adaptation: Each Lord will exhibit spe-

cial abilities or qualities different from its peers. While Leviathan may be able to strip minds of their wits, Mephistopheles is capable of arranging deals that result in the damnation of mortal souls. Each Lord of the Nine typically gains one special ability or one special quality in keeping with his/her duties and areas of interest upon its promotion; for every 15 total HD and class levels possessed, the Lord acquires an additional special ability or special quality. Many of these abilities are on par with the powers of gods. This replaces, and does not stack with, any existing benefits from previous Diabolical Adaptations from the Duke of Hell and/or arch-devil templates. It is interesting to note that Lords ascended from galaxar or maleficareim stock do not retain all their special attacks and special qualities.

Diabolical Decree: Each Lord of the Nine has the ability to demote or promote lesser devils with but a thought. Nine times per day as a move equivalent action, a Lord may demote any number of devils. The range of this power depends on the location of the Lord. The Lord may use this power anywhere within his layer of Perdition and the target(s) does not receive a save. In another part of Hell or a divine (but not cosmic) realm (even on the Lord's layer), the Lord may extend this power only to devils sworn to him and such a target(s) receives a Fortitude saving throw. Beyond Hell, the Lord must be within 900 feet of the target(s), who receives a +3 bonus to save against the effect. The Lord may demote devils to whatever power level he determines appropriate. While a Lord may demote any common devil from pit fiend to lemure status, a Lord may only strip a Duke of Hell of its template (although, afterward, the Lord may then use its power again to demote the Duke to a lower station).

Conversely, the Lord may promote a devil as a move equivalent action. This ability possesses the same limitations on layer and planar boundaries as the demotion ability. A Lord may raise a common devil from lemure all the way to pit fiend status and the Lord may apply the Duke of Hell template to any cornugon, gelugon, or pit fiend with at least 20 HD; in rare circumstances, a Lord will grant the Duke of Hell template to worthy creatures not of diabolical origins. A Lord may promote up to nine times per day. See *Chapter 6: The Dark Ministry* for more details on devil promotions.

Lords may not affect arch-devils through their Diabolical Decree unless given specific leave to do so by Asmodeus.

Diabolical Empowerment: Each Lord of the Nine has the ability to select the ability modifier to enhance its special attacks and special qualities. The Lord must select from one of his three "mental" ability scores (Intelligence, Wisdom, or Charisma) and use the associated modifier for all special abilities and special qualities. Once the Lord selects this modifier, it cannot be changed unless the Lord is somehow stripped of his Lord of the Nine status and later regains it.

Diabolical Metamorphosis: Almost all of the Lords experience some kind of physical change upon their apotheosis into this new status. This new form always relates to their duties and desires. Any adjustments in size and physical make up may affect the Lord's attack methods or his advancement benefits. The designer should modify attack methods and locomotion accordingly, but keep basic combat statistics the same.

Hell's Fire (Su): All Lords of the Nine have the ability to unleash Hell's Fire on their foes. A Lord may use Hell's Fire a number of times per day equal to the Lord's

selected mental modifier (see Diabolical Empowerment for details) + 3, dealing a number of points of damage equal to 1d12 points multiplied by the Lord's selected modifier + 3. Similar to a god's divine blast, this line of diabolical energy is 10 feet wide, with a range of 100 feet per the Lord's selected modifier; victims caught in the line may attempt a Reflex save DC 10 + ½ the Lord's HD + selected modifier. As with all of a Lord of the Nine's special attacks, the save DC also benefits from the Diabolical Prowess special ability granted by the arch-devil template; thus the final save DC is increased by an additional +9. Hell's Fire's appearance differs from Lord to Lord; Mephistopheles' Hell's Fire appears as shards of ice while Lilith's seems like torrents of rotten flesh and blood. The damage and range of a Lord's Hell's Fire is listed in its description. Hell's Fire ignores mortal magic like *anti-magic field*, but may only remove one layer of *prismatic* per blast. *Walls of force* are not affected by Hell's Fire; divine shields always absorb the maximum possible damage (and often collapse after doing so).

Infernal Nobility (Ex): Although not gods, the fact that each Lord of the Nine rules an entire layer of Hell affords them a grotesque amount of power. All possess cosmic ranks. Furthermore, while on its layer, each Lord functions as an even more powerful being, having abilities that give the true deities of Hell pause. Each Lord adds +3 to its cosmic rank while in its own layer, increasing its ability to control and manipulate its layers as described in Appendix C of *The Gates of Hell*. Perhaps most frightening about a Lord's command over its layer is the fact that it has no upper limit with regard to range. Only the realms of gods are resistant to the power of the Lord; in order to affect a divine realm on Hell, the Lord must be physically within the realm and then affects it as a cosmic entity of its cosmic ranks +3. Hellish deities do not gain the usual +8 bonus on opposed rank checks in these circumstances (refer to Appendix C for more information on Godly Realms).

Only Asmodeus has the power to supercede a Lord's ability to manipulate his or her assigned layer, not to mention the ability to strip the Lord of his or her power altogether.

Locked Within the Gates: A Lord of the Nine cannot travel into the Prime Material Plane by "traditional means." Thus, the Lord cannot use nor take advantage of spells like *planeshift* or *gate* to travel between the Realities. Only powerful magicks, like *circle of the Nine Pits*, grants a Lord of the Nine the ability to enter the Prime. Interestingly, if a Lord is given certain magic items, such as an *amulet of the planes*, by a mortal, he can use it to travel to the mortal coil once a year for up to nine days; while the mortal must be willing, he cannot be a sworn servant or worshipper of the Lord of the Nine.

Lord of the Nine: A Lord of the Nine is immune to fire and poison; he also possesses resistance to acid 40 and cold 40. The Lord can see perfectly in darkness of any kind, even that created by a *deeper darkness* spell. He possesses telepathy 1,000 ft. The Lord can sense anything within one mile around the mentioning of his name, title(s), or an item of importance to him for up to one hour after the event. This power is barred from the other layers of Hell and from the realms of beings with divine ranks or cosmic ranks greater than the Lord's. The Lord can understand, read, write, and speak all languages. Finally, the Lord possesses a divine rank 0. Among other things, this grants him immunity to poly-

morphing, petrification, or any other attack that alters his form. The Lord is not subject to energy drain, ability drain, or ability damage; he is also immune to mind-affecting effects. The Lord is immortal and cannot die from natural causes. He does not age, and does not need to eat, sleep, or breathe. The only way for the Lord to die is through special circumstances.

The Might of Hell (Su): So terrible is the presence of a Lord of the Nine that it may corrupt an entire area with but a thought. Thrice per day as a free action, a Lord of the Nine may *unhallow* an area equal to 30 feet per hit die. The Lord can determine which spell to attach to the *unhallow* as listed in the *Player's Handbook*. The duration and all associated effects of the *unhallow* and adjoined spell are based upon the Lord's spell-like ability caster level.

Although the Lord of the Nine detests the forces of righteousness, he also fears them. As a result, the Lord find it difficult to enter any *hallowed* site. A Lord of the Nine attempting to enter a *hallowed* site must make a rank check against the god (if the deity's rank is unknown, assume the highest possible numeric value of its divine strata); a Lord cannot use its spell resistance to overcome this effect. If the Lord succeeds in entering the *hallowed* area, the area immediately becomes *unhallowed*. Once a Lord breaches holy ground, the god in question is immediately alerted to the devil's presence and will often (DM's discretion) arrive in person to deal with the intrusion.

Regeneration (Ex): The Lord of the Nine is fully susceptible to attacks made by anarchic, epic, good, and silver weapons, and by spells or effects with the [Good] descriptor.

Spell-like Abilities or Psionics: A Lord of the Nine retains the spell-like abilities and/or psionic powers of the base creature. The caster level for such abilities is always the Lord's racial HD + ½ spellcasting/psionics manifesting class levels + 9. Ascended mortals cast as 50th level sorcerers; additionally, for every spellcasting/psionics manifesting class level over 41st level, there is a 50% chance that the mortal will gain a one level increase in their spell-like ability caster level. Lords gain the following spell-like abilities: at will: *animate dead*, *baleful polymorph*, *blasphemy*, *charm monster*, *deeper darkness*, *delayed blast fireball*, *detect chaos*, *detect good*, *detect magic*, *dominate monster*, *flame strike*, *greater dispel magic*, *greater invisibility*, *greater teleport*, *magic circle against chaos*, *magic circle against good*, *mass hold monster*, *mirage arcana*, *persistent image*, *polymorph*, *power word stun*, *restoration*, *resurrection*, *suggestion*, *symbol of pain*, *unhallow*, *unholy aura*, *wall of fire*. 9/day: *destruction*, *firestorm*, *greater restoration*, *meteor swarm*, *true resurrection*. 6/day: *accursed*, *hellball*, *oppress*, *tyranny*. 3/day: *wish*. If the base creature already had access to a listed spell, it does not gain the ability to cast the spell multiple times. That is, a maleficarim ascended into the ranks of the Lords will not be able to cast *hellball* seven times a day.

In addition, each Lord chooses one domain over which s/he has authority. The Lord may cast all domain spells listed nine times a day. The Lord also gains the benefit of the domain power (as a cleric of their spell-like ability caster level).

Abilities: The Lord of the Nine may apply up to a total of 9 points to his ability scores, scattering as necessary to meet his new responsibilities in Hell. He is under no obligation to use these points. The Lord of the Nine

may also “swap” existing ability scores on a two for one basis; i.e. the Lord of the Nine could exchange 2 points of Strength for 1 point of Intelligence. These bonuses stack with those gained by the Duke of Hell template or the arch-devil template.

Feats: The Lord typically retains any existing feats of the base creature, although at times the Lord will “swap” one feat for another so long as the Lord meets the prerequisites for the new feat. All Lords gain the Corrupt Spell-like Ability and Dark Speech feats listed in the *Book of Vile Darkness* as virtual feats.

Class Levels: The Lord may acquire class levels. Most Lords of the Nine have at least 25 class levels suited to their desires and duties. Bael, for example, who controls the largest armies in defending Hell from outsiders, is a fighter, while the crafty Dispatser is a powerful seer. This class level acquisition assumes that the Lord attained power and experience above and beyond those of his peers during the time before his ascendancy. In some cases, some of the classes may seem incompatible due to alignment concerns; however, the Lord likely attained such levels prior to become Lawful, Evil, or both. While level advancement does not provide size increase adjustments, the Lord gains feats, skills, increased attack bonuses, and the like as if he were an epic NPC. See the *Epic Level Handbook*, in addition to the *Dungeons and Dragons* Core Rule Books, for level acquisition guidelines. In the distant past, when Tiamat was a Lord of the Nine, she did not possess any class levels; thus, it is possible that gaining class levels is not a requirement.

Challenge Rating: +9 + ½ class levels. (Note that a creature that has benefited from the Duke of Hell and arch-devil templates beforehand does not add each challenge rating to the final creature; in the case of these templates they largely overlap, and so too does the Challenge Rating).

Treasure: Quintuple standard base creature's.

Alignment: Always Lawful evil

Advancement: By class progression

Infernal Arms: The Lords of the Nine all have signature items that serve as symbols of their station and authority over all that is diabolical. The weapons and magic items used by the Lords are true artifacts in every sense of the word. While some were crafted by the Lord in question or by a powerful subordinate, some of the weapons were created by Asmodeus himself. Although each signature item is unique to each Lord, these infernal arms all maintain a number of similarities.

Touching a living Lord's signature item without his permission can bring grave woe to one so foolish. Any being with fewer divine ranks or cosmic ranks than the Lord must make a Fortitude save (DC based upon the Lord) or be instantly killed. The victim's soul is instantly transported either to the Lord's demesne in Hell into the weapon itself (in the latter case, the signature item's description will stipulate). Souls so taken cannot be retrieved save by a god or cosmic entity bearing the Life and Death salient divine ability (or something similar). The cosmic or divine being must possess a divine or cosmic rank at least equal to the Lord in question to make the attempt. This can only occur once every nine years and the cosmic or divine being must succeed at a rank check against the Lord.

Should the being touching the Lord's weapon survive the death assault, the victim must still make a Will save or else be permanently controlled by the Lord as though

under the influence of a *dominate monster* spell. A Lord has no upward limit to the number of thralls in this manner, although traditional means may be undertaken to dispel the compulsion.

If the interloper survives the death effect and overcomes the *domination*, he suffers from the following curses. First, the victim suffers nine negative levels while holding the signature item. This cannot be dispelled or removed under any circumstances save by the will of the owner (or Asmodeus). Second, every day the victim suffers 9 points of damage. This damage cannot be healed as the victim finds that he slowly rots away from the profound evil of the item. Finally, every nine days, the victim must make another set of saves as described above (against death and *dominate monster*). This assumes that the signature item has been in the thief's possession for that length of time, although not necessarily carried. If the victim bequeaths the weapon to another who accepts knowing the nature of the item, not only does the new wielder suffer the entire list of adverse effects and curses, but the initial thief continues to suffer as before. If the thief gives the weapon to another ignorant of its power or else abandons the weapon, the thief no longer accrues more damage, but does not regain lost hit points or negative levels. Only by returning the item to the Lord (or to the Lord's appointed surrogate) can the thief be restored.

It is unclear if the Lords have the means to track their own weapons if they are stolen, although each Lord can instantly call his or her infernal arms as a free action at will so long as it has not been stolen (that is, taken without the Lord's permission). However, one thing is for certain: if Asmodeus decides that he wishes for another to have a Lord's signature item, none of these curses or adverse effects occur.

BAEL, Lord of the First

The man finished sketching out the infernal triangle on the floor in the blood of the wife he had just killed. He sprinkled powdered bone into the proper symbols of violence, painstakingly crafting each one. It was not good enough to get just the shape correct; bits of his own hatred needed to reside within each sigil, giving the necessary energy with which to complete the act.

King Orbora dwelled on what led him to this juncture as he finished the final symbols. He was a master of warfare. His armies had thrown a huge chunk of Linscend into turmoil. He had incited hatred within his people's hearts and fear within the rest of the continent-realm's souls. He ordered absolute conformity. Those who did not meet the new standards were executed. Entire cultures no longer existed thanks to his pogroms. He allowed nothing to stand in the way of his goals. In short, King Orbora had done as he was instructed.

The Bloody King (a title he knew referred to him and enjoyed, although he had killed all brave enough to use the term in the wrong place) donned his finest military dress. At the center of the massive triangle, he placed his army's standard and the greatest suit of armor he had taken from a deceased rival. He sprinkled the items with the blood of a unicorn then set the collection ablaze. He then bowed low, touching his forehead to the ground. The flames burned fiercely, supernaturally, for unicorn blood was not combustible. The heat was unbearable. He spoke the words he had used eight times before. Orbora

was pleased that he did not know precisely what they meant. He suspected that such knowledge would have killed him instantly.

He should have known something was amiss, but his need overcame his caution. The flames roared from the center of the symbol to consume the powdered bone sigils. Orbora gasped as tongues of fire licked his hair, setting it aflame. Tears welled in his eyes but he dared not wipe them away lest it spoil the incantation. Of course, he never considered that the aggressive flames were a sign of what approached. Just as the conflagration threatened to turn the sanctum into a pyre, Orbora felt the arrival of his lord.

Rather than ease his suffering, the presence of his master only intensified it. Although his hair stopped burning, he felt fear so fierce it threatened to stop his heart. He trembled, but dared not speak until so ordered.

"Arise, slave, and behold my glory," the deep voice he heard with his head rather than his ears commanded. Quaking, the Bloody King obeyed.

Although the stone sanctum's ceiling was only 10 feet high, the creature that loomed before him was at least 18 feet tall and dark wings scraped the corners of the 30 foot wide room. Wrapped in marching flames, its red form was partially concealed by suffocating black smoke. It reminded him of the gargoyles that perched along the parapets of his castle, although this was a real monster despite its lack of substance. Of the spiked head concealed by an impenetrable darkness all Orbora could see were a pair of eyes. Like lightning, they glowed and flashed as they struck his soul. Orbora felt as though he was sweating blood as he faced The Warlord Bael, Lord of the First Perdition of Hell.

"You have called to me, slave. What aid do you beg of me?"

Licking his lips, the king began carefully. It would not do to offend for he would be destroyed before he could stammer out an apology. "My lord, you have granted me much. I am but a lowly worm, not fit to beg you for a single favor..."

"The point, worm. Get to it." The Lord of the First's thunderous voice, that terrible projection that sounded in the emptiness of Orbora's soul but refused to echo, readily conveyed the irritation that Bael felt at the fawning of his servant.

Taking a deep breath, Orbora prattled on. "My lord and master, if you could but tell me why, with all that you have given me, we seem to be . . . losing, I would be . . . satisfied." He winced at the harshness of his words and wished again that his language was as eloquent as that of his master. Surely this request would not have sounded so offensive in the Infernal tongue.

Bael snarled as he made his reply. "You would dare question me, you who has no knowledge? Gird up your loins like a man, for I will question you, and you will answer me.

"Did I not give unto you weapons beyond those of your fellow man?"

Panicked, the king replied, "Yes my Master. His Grace, the mighty Malphas, fashioned me items of incredible power and destruction."

"And did I not bestow upon your forces cohesion and fighting skill beyond that of your enemy?"

"My army is reckoned to be the finest in Linscend, my Master. The counsel of His Grace Duke Abigor has become law within the chain of command."

"And did I not command you to exterminate the peo-

ple who would have stood in your path to greatness?"

"My Master, I force what remains of those people to work my mines, to slave away toward their own destruction. They curse my name daily."

Bael's countenance grew darker at this. "Then they still live?"

"Yes, my lord," Orbora stammered, "but not what you could call living . . . They are dead but in name only. I have done your bidding."

Bael strode forward, a crackle of energy flashing as he penetrated the impotent barriers of the summoning circle. His huge taloned hand snatched the man by his chest, lifting him so that they were face to face. Orbora shrieked as he felt his face melt under the heat of his master's presence. He could smell his flesh cooking. The hair in his nostrils withered and fell out from the assault of ordure and heat.

Bael's projection was a roar. "My bidding? I do not bid you! I command you! I commanded the extermination of those people! I commanded that this conflict give me the glory! What do they call this war? Do they scream my name in triumph or defeat? Do they name the rivers of blood that flow after me or my court? No! They name you its instigator! The people name you their "master!" The land howls curses to your name! The terrified masses quake in fear of you! And what are you? Nothing!"

Orbora babbled feebly, painfully as Bael shook him as an abusive child would a small, mangy dog. It availed him naught. He had failed. He had been handed the tools of destruction and he had failed to use them properly. He had not followed his master's dicta.

Bael flung the man against his sanctum's wall. His crumpled body landed on top the woman whose blood had summoned the great warlord. Barely alive from burns and the impact with the stone edifice, the man struggled to rise. His gaze locked with that of his dread master's. Bael spoke but nine words.

"You have failed me, worm. Your soul is mine." A single digit of that clawed hand dug deep into the man's skull. Orbora had never experienced pain so pure or so swift. He screamed a hundred days if he screamed a minute. His body went rigid as his bones locked and his bowels tightened. Then, he looked down and saw his burnt husk and realized that he – what remained of him – was hanging like a thread from Bael's talon. The Lord of the First held the struggling spirit with the strength that had doomed demons and damned alike. As pit fiends and cornugons swept from the open portal with legions of lesser devils, Bael returned to Hell, dragging King Orbora's screaming soul with him.

The Warlord of Avernus

Fighter 30

Huge Outsider (Devil, Evil, Extraplanar, Lawful)

Symbol: A blood red silhouette of a pit fiend surrounded by orange flames on a black, inverted triangle.

Cosmic Rank: 9 (12 in Avernus)

Hit Dice: 40d8 + 30d10 + 840 (1460 hp)

Initiative: +15 (+7 Dex, +8 Superior Initiative)

Speed: 90 ft., fly 200 ft. (perfect)

Armor Class: 69 (-2 size, +9 armor, +10 deflection, +7 Dexterity, +26 natural, +9 profane), touch 34, flat-footed 62

Base Attack/Grapple: +55/+85

Attack: *Abyssbane* + 85 melee (4d6 + 47 + 3d6 (hellfire) 17-20/x3 +9d6 (hellfire) and death (Fortitude DC 67); or claw + 75 melee (3d8 + 22 + 1 vile 19-20/x2)

Full Attack: *Abyssbane* +85/+80/+75/+70 melee (4d6 + 47 + 3d6 (hellfire) 17-20/x3 +9d6 (hellfire) and death (Fortitude DC 67); or 2 claws +75 melee (3d8 + 22 + 1 vile /19-20) and 2 wings +73 melee (3d6 + 11 + 1 vile) and bite +73 melee (6d6 + 11 + 1 vile plus poison and disease) and tail slap +73 melee (3d8 + 11 + 1 vile)

Space/Reach: 15 ft. /15 ft.

Special Attacks: Aura of Hell, *call devils*, constrict 3d8 + 44, Hell's Fire, improved grab, Might of Hell, spell-like abilities, Genocidal Strike, Fires of Avernus

Special Qualities: Damage reduction 40/anarchic, epic, good and silver, Dark General of Avernus, Diabolical Decree, Diabolical Empowerment, Diabolical Prowess, divine immunities, immunity to fire and poison, Infernal Nobility, Infernal Strategist, Lord of the Nine, Master of the Infernal Gates, regeneration 24, resistance to acid 40 and cold 40, see in darkness, spell resistance 68, telepathy 1,000 ft.

Saves: Fort +49, Ref +44, Will +50

Abilities: Str 55, Dex 25, Con 35, Int 28, Wis 32, Cha 31

Skills: Appraise +9 (armor +13, metal work +13, weapons +13), Balance +11, Bluff +72, Climb +73, Concentration +43, Craft (blacksmithing) +34, Craft (armorsmithing) +34, Craft (weaponsmithing) +34, Diplomacy +84 (+90 with evil creatures), Disguise +41 (+47 when acting in character), Gather Information +16, Handle Animal +37, Heal +26, Hide +30, Intimidate +93 (+99 against evil creatures), Jump +67, Knowledge (arcana) +34, Knowledge (architecture and engineering) +19, Knowledge (history) +41, Knowledge (local [the Nine Hells of Perdition]) +19, Knowledge (nature) +13, Knowledge (the planes) +42, Knowledge (religion) +34, Listen +40, Move Silently +28, Perform (oratory) +14, Ride +39, Search +40 (+42 for secret doors), Sense Motive +38, Spellcraft +38, Spot +54, Survival +54 (+56 following tracks, +58 when on another plane), Tumble +40

Feats: Awesome Blow, Cleave, Combat Brute, Combat Expertise, Combat Reflexes, Corrupt Spell-like Ability^B, Dark Speech^B, Flyby Attack, Great Cleave, Greater Weapon Focus (greatsword), Greater Weapon Specialization (greatsword), Improved Bullrush, Improved Combat Expertise, Improved Critical (claws) Improved Critical (greatsword), Improved Disarm, Improved Initiative, Improved Sunder, Improved Trip, Iron Will, Leadership, Multiattack, Negotiator, Power Attack, Quick Draw, Quicken Spell-like Ability (*deeper darkness*), Quicken Spell-like Ability (*fireball*), Quicken Spell-like Ability (*greater teleport*), Vile Natural Attack, Weapon Focus (greatsword), Weapon Specialization (greatsword)

Epic Feats: Devastating Critical (greatsword), Dire Charge, Epic Evil Brand^B, Epic Leadership, Epic Reputation, Epic Weapon Focus (greatsword), Epic Weapon Specialization (greatsword), Overwhelming Critical (greatsword), Penetrate Damage Reduction (adamantine), Penetrate Damage Reduction (cold iron), Spellcasting Harrier, Superior Initiative

Environment: The Bronze Citadel, Avernus, First of the Nine Hells of Perdition

Organization: Unique (Solitary) or battalion (Bael, 2 - 8 squamugon, and 1 Duke of Hell)

Challenge Rating: 56

Treasure: *Abyssbane*, +9 kilt of armor and moderate fortification, quintuple standard

Alignment: Lawful Evil

War is Hell. Many would claim the statement to be a cliché unworthy of being printed in any serious text. However, on occasion, the simplest statements are the most accurate. War has always been and will always be a blight upon Creation. There is little doubt that in a Cosmos in which there are all manner of monsters, mortal and immortal alike, seeking to bring woe, injustice, and torment to others that, in the face of such evil, the need and will to overcome such vileness is a must. It is for this reason that there have and will continue to be righteous gods and cosmic entities that hold war as their totem. Most war gods dedicated to holiness do not find war as their first resort or as their primary concern. Such divine beings see war as the final answer while they seek to spread wisdom, mercy, freedom, or justice in order to avoid unleashing the misery of war upon their faithful and the innocent. Although honor can be found in battle, good-aligned war gods know that honor and true courage can be discovered in even greater degree through peace. Still, these paragons of righteous combat remain vigilant for those who would ignore diplomacy, who would spit upon peace. They are ready and willing to make the difficult choice for war when no other option is available.

In the Depths Below, a completely different attitude is held with regards to war. It is in the Depths Below that the greatest war the Cosmos has ever seen has raged for as long as most gods and cosmic entities have existed. This conflict, the *Blood War*, is the war to define the face of Evil for all Creation. Theories abound related to the whys and hows of the *Blood War*, but all agree that this single, eternal event has affected existence across the Cosmos. For the devils of the Pit, the *Blood War* is an act of wisdom, an event to articulate the cause and will of Evil, for in Hell Evil must have meaning, even if that meaning is an illusion. With logical precision, patience, and well-planned tactics, the Legions of Hell have sought to define the nature of Evil as they commit to battle against the hordes of The Abyss. Some would go as far as to argue that for a devil, everything done is for the cause of the *Blood War*.

It is unsurprising then, that the devils as a whole have been more committed to the *Blood War* than either demons or even daemons. The *War* unifies the vying diabolical factions under a common goal that receives support from the highest echelons of Perdition. An entire component of diabolical society, the infamous Dark Ministry, is dedicated to the *Blood War* and Asmodeus himself meets with them regularly. However, there is one other Lord who is even more concerned with the end result of the *Blood War* than The Overlord of Hell: Bael, the Warlord of Avernus.

Throughout the Depths Below, and particularly within the ranks of demons involved in *Blood War*, Bael is one of the most visible of the Lords of the Nine. Of all the Lords, he is the only one who has not only taken a vested interest in the *Blood War*, but has personally fought in pitched battles against demons and daemon mercenaries. His infamy was well established long before he became a Lord-Regent. Bael's name was known in the highest reaches of Heaven and throughout the divine realms. He served as a loyal retainer to previous Lords Tiamat and Astarte. He received more honors for his bravery and

successes in the field than any other general in Hell. And yet, all of this recognition was no more than a stepping-stone for Bael for he always sought more than just fame. Bael wished to have the necessary power to not just defeat demons, but to wipe them and all those that share their destructive, chaotic ways from the face of the Cosmos. Bael wants to cleanse the Depths Below of the Chaotic Evil before focusing his attention on systematically eradicating all other obstacles to the hegemony of Hell.

Bael's origins are little known to those beyond Hell and even within Perdition, Bael's background is obscure. Before his ascendancy in Avernus, Bael's name was associated with Minauros. Bael's supposed connection with the Perdition known for its obsession with wealth and the corruption of the soul through monetary gain is largely discounted by most contemporary observers of diabolical history. After all, there seems to be little to no affiliation with war and wealth that most can see at least as how it relates to Hell. Most of the longer-lived beings in the Cosmos know that before there was ever a known devil called Bael that there were a number of deities that were recognized by the same name or title, "Baal" or "Bael" during the Days of Antiquity. Supposedly meaning "lord" or perhaps "god" in some lost language, many of these deities were – if not exactly benign – not evil. Why and how a devil came to adopt such a well-known name during the Days of Antiquity is as unclear as how this name became identified with Minauros. Many suspect that The Overlord himself is responsible for this confusion. There are quite a few devils (and quite a few demons and daemons as well) that have taken names similar, if not identical, to those of gods or other cosmic entities. Some suspect that this "confusion" serves the cause of Hell as Dukes or arch-devils may be inadvertently summoned to the mortal coil rather than the proper god or divine servant.

In any event, Bael's name and his possible connections with Minauros and other gods is as mysterious as his history prior to rising to pit fiend status. At some point during the so-called "Classic Perdition," Bael was no longer mentioned in the context of Minauros, and instead found solely in Avernus.

Once Bael was located in Avernus, his nature seemed to take on that warlike countenance so prominent in the layer. Millenia before the founding of the Dark Ministry, Bael appeared, fighting side by side with the likes of Dagos, Srelial, and Alusiel. Mention of him in the Infernal Charge of Abigor has been found as well. Wherever bloody conflict occurs in Hell's history, one can dig deeper to find Bael involved. Well into Astarte's rule of Avernus, Bael begins to take on a greater role in Hell's politics.

It would be during the rule of Astarte that Bael would under take his most infamous ploy, the legendary Four Cross. Told in greater detail in the apocryphal text, *Hellbound: The Blood War* (in the volume popularly called *the Dark of the War*), the Four Cross was orchestrated by Bael to weed out powerful, but inept pit fiends; it also earned him a terrible foe in the fallen angel, Balam, whose demonic armies were among those that Bael would decimate at the end of his long plot. It is known that he had the tacit support of Astarte who had determined that her status in Hell was dependant upon her station as defender of the First Perdition. Bael's success not only eliminated pit fiends who were detrimental to Hell as a whole and strengthened Avernus (and Astarte),

it also marked Bael as the most gifted, brilliant warrior this side of Dagos in Hell; indeed, some claimed that Bael was the greater of the two. If Dagos took issue with this, there was little he could do for Bael had won the support of not just Astarte but Asmodeus himself who honored him by placing him within the court of Avernus.

Bael would continue to serve Astarte well for centuries to come, leading gargantuan armies – even by Hell's standards – into pitched battles against countless demonic and daemonic forces and always returning victorious. So great was Bael's success that Astarte believed that she would be in a prime position to eventually topple other Perditions, even Dis. Astarte never had any reason to suspect Bael as she believed him incapable of questioning, much less threatening, her station. Over time, she gave him significant power not only over common devils but also within her court and among the Dukes. This trust, this belief in Bael's loyalty would prove her undoing. At what point Bael determined that he could overthrow Astarte is unclear, although most suspect that the decision was made shortly before or perhaps during the *Dies Irae*. It was Bael who led the armies into Dis that officially started the Days of Wrath, but it would be end of the *Dies Irae* that gave Bael the opportunity he needed.

Bael was alone among the pit fiends during the *Dies Irae*, in that he did not turn against his sitting Lord. Instead, he fought most fiercely to defend her, slaying those who would try to bring harm to her. Fearlessly, he slew her oppressors by the hundreds. Back to back, Lord and vassal fended off all challengers. It was a concentrated effort by Dagos and Cantrum, on top of the bodies of scores of dead fiends, that finally brought the pair down.

It was in this defeat that opened Bael's eyes. He saw with clarity that not even the Lords of the Nine (save Asmodeus) were omnipotent and that they were prone to mistakes. Astarte had made a tremendous error in her tactics by trusting Bael and this was a weakness to be exploited. Although Astarte was given back her station, Bael knew he now was viewed as the single most important devil in Avernus. Even more importantly, his stand against his fellow devils proved his loyalty far better than he could have ever dreamed.

Bael found himself in the Denomination of Strategy after the reorganization of the pit fiends. He was made a 3rd circle general and placed within the Infantry. His successes there propelled him through the ranks despite his "betrayal" and in no time at all, he was the 7th circle general in charge of the Infantry.

Using his ties to both the court of Avernus and the Legions of Hell, Bael formulated a master plan. Together with Dagos, Bael led a coup that resulted in an imprisoned Fallen angel, a new Minister of Strategy and a new Lord of the First.

How Bael imprisoned Astarte continues to be unknown. It is known that with offensive ease that he rallied almost all of the Dukes of Avernus and the armies of the First under his banner before somehow sealing Astarte deep within the Bronze Citadel. Many doubt that Bael accomplished the coup on his own. Some believe that Bael benefited from the philosophy of a faction known as the Sign of One, or Signers, who believe that they are the center of the universe and the dictators of their own achievements and power. Bael simply came to believe in his own success, his own value, and found himself with the power of a Lord of Hell. Most, how-

ever, scoff at this notion and are convinced that Asmodeus himself played a role in Bael's success. These point to the fact that it was Asmodeus who named Bael to Astarte's court and that Asmodeus was well aware of the Four Cross and Bael's other success as well. Asmodeus was also less than pleased with Astarte's trusting nature, viewing it as a pathetic weakness with no place in Hell. While Bael was loyal, he was only loyal to the cause of Hell and the perpetuation of Hell across the Cosmos, not to Astarte. The former Lord was deposed with Asmodeus' blessing. Still, Asmodeus knew that Bael would continue to be occupied with the *Blood War*, so much so that he would never have a chance to turn his attention to Dis, much less the rest of Hell. Furthermore, by keeping Astarte alive and allowing her to retain elements of her cosmic power, Bael would not reach the pinnacle of diabolical power as a new Lord. With one move, Asmodeus eliminated any threats to his plans with Bael's ascendancy.

Unlike the previous Lords of the First, Bael is wholly and totally dedicated to war. Although demons are his current and most persistent focus, Bael believes that all that would stand against Hell need to be annihilated. Bael does not believe in diplomacy or peace; as far as he is concerned, words are just weapons of a different sort and should be used to eliminate obstacles until physical combat and the death of an enemy can be accomplished. Peace is for the weak and the unworthy. There is no compromise; compromise reveals little more strength than peace and is for those without the strength of conviction of their position. War, to Bael, is as much an end as a means. Conflict is a tempering agent, a source that fuels success, strength, and power; however, it is not and cannot be a matter of promoting chaos. Conflict must have a direction and a reason. If a reason does not exist, a logical one must be created. War requires eternal preparation, eternal vigilance, and the eternal ability to lay low and obliterate the weak, the unworthy, the stupid, and those that stand against the will of Hell. War is meaning and meaning is War as far as Bael is concerned.

In Hell, Bael has found himself in an interesting predicament. On the one hand, he is perceived very highly by common devils and retains strong ties with the Dark Ministry. Although he is significantly more powerful than his former masters, Bael continues to value their support, knowing that through them he will always have more than enough troops. However, Bael is slowly and methodically taking more and more authority from the Ministers. So far, only Furas has noticed this and only recently; the Minister of Mortal Relations believes he has little reason to fear this power grab as he doubts that Asmodeus wants the power of Hell's Legions under the banner of one Lord. However, when one turns to the nobles of Hell, the situation is not as simple. While many Courtiers of Perdition respect Bael's accomplishments, few trust or admire him openly. He is viewed as common trash by most. Dispat, his neighbor, views him as a lucky simpleton and generally ignores Bael's overtures for an alliance; the Iron Duke refers to him as the Pretender, a nickname that has reached the lips of all throughout Hell. Likewise, both Beelzebub and Mephistopheles have rebuffed Bael's offers of friendship, knowing full well how crafty this former pit fiend can be. The animosity between Bael and the Prince of Hell, Lixer, is legendary and on more than one occasion, Bael has considered putting the Prince in his place regardless of Asmodeus' guaranteed retaliation. However, these

historic relationships seem to be thawing. The Order of the Lie knows that both Beelzebub and Mephistopheles have sent secret couriers to Bael to test the Lord of the First's dedication to an alliance. It is largely believed that Bael, being a true devil and responsible for overthrowing a Fallen, will eventually join up with Mephistopheles and Dispat.

Beyond the nobility of Hell, Bael has plenty of allies in Perdition, chief among them the Queen of Dragons, Tiamat. At some point, many millennia ago, Bael pleased Tiamat enough to gain the promise of five favors of any kind. To date, Bael has used two of these favors to great gain. Other gods that call Hell home, like Druaga, also perceive Bael as an ally largely because they view him as more tractable than the older Lords. So far, none of these fools have learned that everything they do is reported to Asmodeus. Across the Cosmos, Bael is either hated or feared as all know that he wishes to systematically destroy them. Still, he has some powerful foes. Virtually every demon lord and demon prince with a vested interest in the *Blood War* would like few things more than to kill Bael. One of his greatest foes is the former fallen angel and now demon prince, Balam, who suffered a great loss of face during the climax of Bael's Four Cross. For his part, Bael looks forward to facing and defeating these foes. Unfortunately for the Warlord of Avernus, as he has slowly grown more established in his role as Lord of the First, Bael has found fewer and fewer opportunities to enter the field, so his chance to cross swords anytime soon appears unlikely.

Until recently, Bael appeared as a tremendously huge pit fiend wearing elaborate bracers, often astride a gargantuan nightmare, wielding his huge sword, Abyssbane. In the past few decades, as the mantle of Lordship has settled on him, Bael's physical appearance has changed. Although he still bears the general build of a pit fiend, Bael's head is far more humanoid in appearance with the ears, eyes, and teeth of a great cat, the flesh the color of a rust-colored toad, and great bull-like horns that curve up from his temples. He favors baroque attire and sports elaborate armored kilts. Bael's voice is a brooding croak that can often be heard across miles on any field and the very ground beneath him bubbles and gurgles with magma if he stays in place for too long. When excited or angered, a nimbus of brimstone and heated air surrounds his body.

Combat

Bael is always eager for a fight. However, he never rushes into combat and prefers to spend at least three rounds observing foes in order to take advantage of his Infernal Strategist power. If possible, Bael will also use this time to grant all allies within the sound of his voice bonuses to their martial skills. Once Bael is satisfied that he understands what it is he is up against, he eagerly wades into battle.

With his Aura of Hell activated to cause his opponents to cower, Bael will begin his offensive with Fires of Avernus, typically targeting a spellcaster, preferably a cleric. Then, he will blast as many opponents as possible with Hell's Fire. Bael will then charge into melee, targeting combatants who appear physically powerful, seeking to obliterate them with his Genocidal Strike. Rarely does Bael bother with his spell-like abilities, believing (accurately) that few can withstand his physical power in

melee combat.

Bael makes extensive use of his combat feats in melee. He usually takes an initial penalty of -20 on attack rolls with Power Attack, giving him 40 additional points of damage with *Abyssbane* and +20 with his natural attacks. As a general rule, Bael increases the penalty on his Power Attack by -5 every round until his final attack begins to miss. He is no fool though, shifting his attacks as the battle progresses, increasing the penalty against easy to hit foes and dropping it against difficult ones. Often he will use his natural attacks in conjunction with a full attack with *Abyssbane*. He can use his bite, wings, and tail attacks when full attacking with his sword.

In a full attack action, Bael uses the fourth attack with *Abyssbane* to attempt to sunder. While this is generally directed at the main weapon of a melee foe, he is not above targeting obvious magical gear. He uses his wing attacks to attempt to trip his foes; if either is successful he immediately follows up with a damaging attack thanks to his Improved Trip feat.

If Bael begins suffering more than three physical attacks in a round, he will increase his armor class with Improved Combat Expertise. He initially increases it by 10 and then by 5 each round until he is no longer suffering three attacks a round. If he is increasing his armor class with Improved Combat Expertise, Bael does not increase his penalty from Power Attack, and may decrease it if the combined penalties cause him to begin missing as described above. Should Bael increase his penalty with Combat Expertise to the point where his third attack is missing and he is still getting hit, he drops his defense with this feat immediately, shifting it to Power Attack and focusing all his power and attacks on the nearest foe that is hitting him.

Bael uses Awesome Blow when surrounded by more than three foes. If surrounded by more than six foes that are not falling to either Awesome Blow or Genocidal Strike, Bael uses his *blade barrier* and *wall of fire* spell-like abilities centered on his person. If reduced to 700 hp or less, Bael will *teleport* a short distance away, *call devils* to interpose themselves between him and his foes, and use *improved invisibility*, *divine power*, and *unholy aura*. After dropping down several quickened *deeper darkness* effects, he will then resume melee combat, using the same tactics as before.

Aura of Hell (Ex): Bael's Aura of Hell can affect all creatures within 900 feet of him, with a Will save DC 50 allowed to negate the effects.

Call Devils (Sp): As a move equivalent action, Bael can *call devils*. Nine times per day, Bael may *call* a Duke of Hell, 9 pit fiends, or 18 lesser devils; devils so called have triple standard Hit Dice, to a maximum of 45 Hit Dice. Since these devils are *called*, they have the ability to *summon* other devils as their *Monster Manual* descriptions allow. Of all the Lords of the Nine, Bael is the most likely to single-handedly fight intruders, enemies, and any other being that attracts his attention—particularly demons. However, Bael is no fool and will always *call* a squad of red squamugon to observe such fights. As soon as matters appear to turn against Bael, these squamugon are expected to *summon* additional reinforcements while Bael *calls* in a few cornugons. Only if sorely opposed or gravely wounded will Bael *call* gelugons or pit fiends before retreating for safer territory to recuperate.

Constrict (Ex): Bael deals 3d8 + 44 points of damage with a successful grapple check.

Dark General of Avernus (Su): Bael is the epitome

of the tyrannical military leader, and, as the Dark General of Avernus, he gains a number of abilities that augment both his and his army's capabilities.

All allies within line of sight to Bael are immune to fear effects.

Nine times per day, the Warlord of Avernus can issue a warcry as a free action. All allies within 900 feet of him are stirred by the call, gaining a +8 morale bonus to Strength and Constitution, and a +4 morale bonus on Will saves.

Finally, Bael is capable of reforging those who seek his aid in his image. To those he deems worthy, he may alter some or all of their class levels to the dark marshal of Bael prestige class. They immediately lose all of their former class's abilities and replace them with those of the dark marshal. Bael is capable of ignoring any and all of the prerequisites for the class when he reforges them, however he is unlikely to accept anyone not of a Lawful Evil alignment, or who does not possess the Devotee of Darkness feat.

Diaboliical Empowerment: Bael uses his Wisdom modifier instead of his Charisma modifier when determining the power of special attacks and special qualities.

Disease (Su): A creature struck by Bael's bite attack must succeed on a DC 51 Fortitude save or be infected with a vile disease known as devil chills (incubation period 1d2 days, damage 1d6 Str).

Fires of Avernus (Su): At will, Bael can cause the ground of Avernus to erupt in flames. The blast originates at any point Bael is capable of viewing (including remote means) and has a 60 foot radius. The blast deals 25d6 fire and bludgeoning damage and flings those struck 200 feet into the air. A Reflex save DC 50 negates the fling effect; there is no save against the damage. Those flung lose their next turn while in the air, and fall to the ground back in their original square on Bael's next turn; fallen victims suffer the appropriate falling damage and are considered prone. Those within 120 ft of the original blast at this time must make a Reflex save DC 50 or take 20d6 bludgeoning damage and 10d6 fire damage from the falling rock and magma.

Opposed rank checks apply to affect deities or cosmic entities with the fling effect.

Genocidal Strike (Ex): Bael's wrath can consume entire races as he wages a devastating conflict across the planes to reveal diaboliical superiority. 9/day, he may channel this anger into his attacks. Bael chooses a creature type and for the next three rounds his attacks carry the power of complete destruction. The appropriate creature struck by Bael's attacks must make a Fortitude save DC 50. Succeed merely results in an additional 10d6 points of damage. The body of any creature that fails its save or dies from the additional damage explodes, killing the creature instantly and dealing the creature's HD in d6 damage in a radius of the creature's space x 6 feet. Bael is immune to this damage. Interestingly enough, Bael need not select a subtype of humanoids or outsiders, but he must select an alignment if he chooses to Genocidal Strike creatures from either of these types.

Opposed rank checks apply to affect deities or cosmic entities with the death effect.

Hell's Fire (Su): Bael may use Hell's Fire 14/day, dealing 14d12 points of diaboliical damage in a line 10 feet wide and 1400 feet long (Ref save DC 50 for half damage). Bael's Hell's Fire appears like a blast of red and orange flames that detonate with a thunderous explosion, causing an additional 6d12 points of sonic and

6d12 points of fire damage to all within 10 feet of the impact.

Improved Grab (Ex): To use this ability, Bael must hit with his tail slap attack. He can then attempt to start a grapple as a free action without provoking an attack of opportunity. If he wins the grapple check, Bael establishes a hold and can constrict.

Infernal Nobility (Ex): As the Lord of the First, Bael has a status equivalent to that of the gods. Bael possesses a cosmic rank of 9. While in Avernus (and anywhere else on Hell that Asmodeus allows), Bael functions as an Intermediate god with a cosmic rank of 12.

Infernal Strategist (Ex): Bael's legendary leadership skill bolsters his servants and terrifies his foes. As an Infernal Strategist, Bael recognizes no equal when it comes to military strategy and tactics. Bael enjoys speaking to his troops, bolstering their courage and dedication in the cause of war. As a full round action, Bael may give a rousing speech to his troops instructing them how to overcome even the most impossible odds. All beings allied to Bael who hear his speech receive a +9 circumstance bonus to their armor class, attacks, damage, and saves and receive immunity to spells and effects from the school of Enchantment (save those cast by Bael himself). This boon lasts for either 9 rounds or as long as the beneficiary remains within 999 feet of Bael. If Bael does not have the opportunity to provide such a speech to his allies before engagement, he may do so on the field as a standard action; in this event, the bonus is +3. Although Bael must wait at least three rounds between this use of Infernal Strategist, he seems to have no upward limit. When in combat, Bael may also determine the most efficient, brutal fashion to defeat his adversaries. After being engaged in combat for three rounds against any opponent, Bael receives a +6 circumstance bonus to all rolls made regarding that opponent, while the opponent takes a -6 circumstance penalty to all rolls regarding Bael (these bonuses and penalties do not apply to rank checks). Thus, if Bael is facing two fighters and one cleric for three rounds, he would gain this advantage against all three adversaries. If a barbarian entered combat two rounds later, Bael would gain the advantage against this new threat after three rounds. The benefits of this aspect of Infernal Strategist last as long as Bael remains in combat with the foe or foes that initiated the benefit. If Bael and his adversary/adversaries are separated for more than nine rounds, the effects of this ability are eliminated until another three consecutive rounds of combat passes.

Master of the Infernal Gates (Su): Charged with defending the First Perdition, Bael can sense the presence of any non Lawful Evil being that enters Avernus. He is immediately aware of the location of entry to within 100 miles, relative strength (in levels (Hit Dice), but not class), number, and alignment and conviction (as a *detect* spell) of such beings the instant they enter Avernus. Bael suffers no discomfort even if millions of beings enter Avernus simultaneously. As Master of the Infernal Gates, Bael may also close any and all portals in Avernus as a full round action 3/day. Not only does this keep beings from using any portal from any location across the Cosmos to enter Avernus, it also sharply limits the power of *planeshift* and other forms of travel into and out of Avernus. Attempts to *planeshift* or *teleport* when Bael closes the gates require that the caster succeed in an opposed caster level check against Bael (caster level 49th). Bael may keep the portals closed for

up to nine minutes with no adverse effects. If he needs to close them longer, he can do so for up to nine hours by taking a full round action each round to maintain the block. Bael is exhausted after keeping the gates open past nine minutes, for a length of time equal to twice the amount of time the gates were closed.

Deities or cosmic entities can make an opposed rank check rather than a caster level check to breach the gates of Avernus; Bael gains a +8 bonus to resist such attempts.

The Might of Hell (Su): Bael's presence is so terrible that he can corrupt an entire area with but a thought. Thrice per day as a free action, Bael may *unhallow* an area equal to 1200 feet (associated spell effects function as though cast by a 49th level Sorcerer).

Poison (Ex): Injury, Fortitude DC 51, initial damage 1d8 Constitution, secondary damage death.

Regeneration (Ex): Bael takes normal damage from anarchic, epic, good, and silver weapons.

Spell-Like Abilities: At will - *animate dead, baleful polymorph, blasphemy, charm monster, create undead, deeper darkness, delayed blast fireball, desecrate, detect chaos, detect good, detect magic, dominate monster, fireball, flame strike, greater dispel magic, greater invisibility, greater teleport, magic circle against chaos, magic circle against good, mass hold monster, mirage arcana, persistent image, polymorph, power word stun, produce flame, pyrotechnics, restoration, resurrection, suggestion, symbol of pain, unhallow, unholy aura, wall of fire*; 9/day - *blade barrier, destruction, divine power, greater restoration, magic vestment, magic weapon, meteor swarm, power word blind, power word kill, spiritual weapon, true resurrection*; 6/day - *accursed, hellball, oppress, tyranny*; 3/day - *wish*. Caster level 49th; save DC 30 + spell level. Bael also casts spells from the War Domain; these are included in the list above.

Abyssbane: This powerful artifact, a gift from Asmodeus for Bael's Four Cross, is dreaded by all demons and has killed hundreds of thousands, if not millions, in the years Bael fought against the Abyssal hordes. Abyssbane appears as a simple single shaft of dark gray hell-forged iron with a simple cross-guard and hilt. The blade itself has terrible Infernal runes in the bloodgrove, and it is constantly wreathed in orange flames. Abyssbane is a +6 *hellforge iron greatsword of hellfire blasting*. It grants its wielder the ability to smite demons 6/day, dealing an additional 60 points of damage on a successful strike. Any demon struck by the blade must make a Fortitude save DC 50 or lose the benefits of their damage reduction, poison immunity and spell resistance for 9 rounds.

Possessions: Bael always carries *Abyssbane* and normally wears an enchanted kilt that functions as a +9 *kilt of armor and moderate fortification*. As the Lord of the First and the commander of the largest armies in Hell outside of those commanded by the Dark Ministry, Bael has access to any and every non epic weapon in creation. His personal armories are said to contain numerous epic artifacts and several artifact weapons, along with an array of various magical items that can be turned toward war and battle.

Summoning Bael

Those desiring to summon and speak with the Lord of the First are few and far between. There are those, how-

ever, who are obsessed with becoming great conquerors and destroyers of nations and races. Such individuals may seek out the forbidden lore to bring the Warlord of Avernus to the mortal coil.

In order to show what lengths the invocant is prepared to go to in order to speak with Bael, all symbols must be painted using the blood of one beloved of the invocant, such as a spouse or child. The creature from which the blood was taken must have been killed and bled personally by the invocant; this is an extreme sacrifice requiring the invocant show his devotion to Bael is above that of his devotion to his loved ones. Each symbol (of which there are nine) represents a different aspect of the cold-hearted bloodshed and ruthlessness in warfare, the largest representing the absolute destruction of a race in order to entrench a cause. The painting of the symbols cannot be done by proxy and require a Craft (painting) check against DC 18 to succeed. It is allowable for an accomplished artist to paint or draw guides for the painting to follow; such preparation grants a +6 circumstance bonus on the check by the invocant. An artist used for this purpose must be killed once the task is complete.

Surrounding the symbols, the invocant must trace a triangle, using the same gore as paint. Whereas the symbols can use a mixture of blood and wine (in a ratio of 1:3), the infernal triangle must be unadulterated blood. Any blood left over at this juncture is mixed with wine and drunk by the invocant. Wise invocants use weak wine to avoid drunkenness during the proceedings, as any mistake can easily prove fatal.

The bones of the loved one must be crushed into a fine powder. This powder is used as a medium to transfer the invocant's hatred into the symbols – hatred reserved for an enemy whom the invocant wishes to conquer and destroy so strongly as to lead him down the path of sacrifice and supplication to the Warlord of Avernus. Failure to channel this hatred into the symbols can have terrible consequences, the least of which might be that the summoning fails. This act also prevents the sacrificed one from being raised or resurrected (save by a deity with the Life or Death salient divine ability); the invocant is not ignorant of this detail.

The invocant then begins to speak in words taken from the Dark Speech, as he places a weapon or suit of armor taken from a defeated and slain enemy, covering it with his own army's standard. Finally, he dresses in his finest military garb, sprinkles unicorn blood over the entire area using a *desecrated* aspergillum, and then sets it all alight in a supernaturally-fed blaze. The final words of the invocation true are repeated over and over until the flames reach their crescendo.

Bael appears in the midst of the flames, with a clap of thunder like a two armies meeting. Malevolent, dark crimson fire burns along his bat-like wings, but his face remains hidden throughout the audience, apart from his eyes, which flash and glow like malefic lightning. The Lord of the First does not bother with theatrics or the like, and prefers that the invocant get straight to the point. To those he deems worthy, he teaches the tenets of his doctrine before asking what the summoner wishes. Bael, apart from being able to offer the benefits of his own powers and abilities, will sometimes offer the services of members of his court in order to fulfill his side of a contract.

When Bael is done with the audience, he spreads his wings and roars a battle-cry to the heavens. Darkness mingled with fire rolls over him, diminishing in an in-

stant to flickering embers with no sign of the Lord of the First remaining. If Bael was displeased with the invocant, and especially if no contract was agreed to, the embers explode outward in a fury dealing 33d6 points of fire and bludgeoning damage (half each) with no save for anyone within 60 feet; however, if an affected creature has living offspring, the damage is instead apportioned equally between each child along with the parent. Otherwise the embers slowly cool and leave greasy, red ashes behind. The stain of these ashes cannot be washed away if handled, but can be used when tempering a single metallic weapon to increase its hardness by one.

DISPATER, Lord of the Second

The world was dark; dark and filled with the scent of old fear and excrement. Somewhere nearby someone labored to breath, a horrible, rattling sound, shallow and quick. Sometimes it stopped for a time, but always it returned after a season. Gedek held his breath, straining his ears as he listened again for the sound. There! It had disappeared again, almost as if the breather knew that Gedek was listening in.

A different sound broke the darkness then, just as familiar though Gedek heard it far less often: the squeak of an iron hinge, followed by a gentle movement of air. The room seemed to shrink, the very walls pressing in, and Gedek felt his throat tighten as his breath came in short, shallow bursts. Almost unconsciously he huddled over himself, rocking slightly. He knew the cell door was open again. Dare he seek his freedom? Dare he run by his captor and seek for the light?

"Personally I don't see the point," noted an urbane voice, and as he spoke Gedek felt his strength leave him. "After all, there are other doors beyond this one for you to pass, and you cannot see your way to them or through them. Also," it continued in deep, sonorous tones, "there is the matter of you being chained to the wall."

"Yes, the chains," Gedek wheezed, exhaling at last. The voice was right. It was too much effort to run anyway. Better to rest a while longer, build up strength. There! The labored breathing could be heard again. The prisoner turned his head from side to side, vainly seeking for some hint as to its origin. The fact that his jailer had responded to things he had not said aloud did not seem to register with the wretch.

Footsteps sounded then on the cold, iron tiles of the cell, syncopated and slightly irregular. "I've come to hear your progress, Gedek." Each word was as hard as iron, but the delivery was smooth like grease. "Are you ready to pay the price demanded of you?"

His hands twitched for a moment, as Gedek thought to pull lanky hair from in front of his face. To what point, though? he thought. It would not help him penetrate the gloom any better. No. Rest. It was all too much. Too much to bear, too much to face. The darkness was better than the light, for it allowed him to...He shook his head mutely for several seconds, until despair ripped the shattered, "No!" from between his lips. "I cannot. You know it." I must not think like this. I must act! There was silence for a moment. Gedek held his breath again. The creature with the death-rattle for breath might have left at last, even if the other one were still there.

"You are right; it is a difficult task they have demanded of you."

Yes. Too difficult. Why bother to fulfil the task? Can

it truly save me?

"Do they truly believe that you will remember the name of every slave you ever mistreated? Every man, woman and child that ever you trod on in your life of luxury?"

A memory came to Gedek then, a sliver of hope, a light shining somewhere in the distance. "They promised that I would remember them. All of them. The task is not impossible. They do not lie."

"Nor do I," the voice responded without embellishment, and Gedek knew it was so. "You will remember them all in time, because eternity is long enough for you to examine and remember everyone you ever saw and everything you ever did."

Eternity. Darkness. The task is too big. I cannot do it. And I am tired. So very tired...

The voice sighed then, as if in pity. "So harsh, your Lords, to punish you like this. Which is why I offer my help once again. Two times before you have refused it in your pride, but reconsider once again. Swear allegiance to me and I will end their punishment."

Gedek, as before, felt wary of this offer, as appealing as an end to his punishment might be. Eternity...such a long time to spend confined...never-ending misery..."If I were to say yes," he began, hope turning his wheeze into a whisper, "you would not punish me yourself?"

"You do not warrant any punishment," came the gentle reply.

Gedek thought the darkness lifted slightly. "You would not have me killed?"

"You are already dead, so I cannot. Instead I offer you a chance to live again."

Think, man! Gedek hissed in his mind. Thoughts turned only sluggishly before his mind returned to its previous torpor. They asked too much. I cannot pay the price. I cannot think. Too hard. I cannot think. Gedek lay silent for a time. Fleeting memories of mortality, an easy life in which he never raised a finger if he could help it, came to him. Why did he balk at the offer of freedom? A return to what he knew? The gods he had served had condemned him for his life of sloth, his lack of ethics, sending him to this place until he could remember all those to whom he must make restitution. But why? How could a slave be deserving of such a thing? A slave was a...a thing, no longer a creature. Why should he suffer discomfort for age upon age while their own souls were long since freed? And what would be the end result? Service in the heavens. A servant. A slave. A thing. Less than nothing.

Somewhere, the raspy breathing started again, and the wretched prisoner cringed. Oh to be free of that one's presence!

"I will not offer again," the voice said, and the walls closed in even further.

"Wait! I will swear," Gedek cried, as a great weight settled heavily on him. "I swear to serve you and you alone," he sobbed. "Free me from my punishments, my Lord. Take the weight of this responsibility from me."

"You must swear by my name, Gedek," came the gentle, urbane response.

"Dispater," Gedek breathed, and fear washed through him at the mention of the name; he plunged on nonetheless. "I am your servant, Lord Dispater."

Instantly, the prisoner felt something leave him, something ethereal and tiny, a mote that ripped from him leaving him feeling less than whole. "What...?" he began.

"Your last shred of ethics, my friend." The voice, while still refined, was now dark and terrible. "All that kept me from taking you as my own was the fact that you were prepared to meet your allotted punishment. Since you were ready to shirk that task too, your gods no longer have any connection to you."

"But you promised me..."

"What did I promise you?" Dispater's voice was an iron whisper. "That I would not kill you only!"

"You promised you would not punish me!" Gedek wailed in true terror.

"No," Dispater responded, back to his cultured voice. "I told you that you did not warrant any punishment. And you can look at this next step in two ways. One, that you now warrant punishment because you have turned from your previous masters..."

Gedek felt an itch begin along the back of his head and down along the spine. He struggled still to rip the cobwebs from his head. What had been said? What had been agreed? What have I done?

"Or, two..."

A scream erupted from him then, as his skull and face contorted and his arms shrunk.

"...this is not a punishment. Indeed, this is better treatment than many consigned here could hope to receive."

Gedek's body seemed to melt then, until all that was recognizable of the soul-that-was-Gedek was the misshapen face seeming to boil from the middle of a twoarmed blob of tortured flesh.

"Really," Dispater said reasonably, watching the newly born lemure from the Iron Throne that he had never left, though still speaking through an illusion standing in Gedek's cell, "I've done you a favor. Advancement opportunities are manifold here, after all." He paused, watching as a squamugon commanded the new lemure to fall in with a lemure gang being gathered from the prisons. "And if you manage to finish the tasks that I give you, you can bet that I'll have my eye on you." A small smile crossed the Arch-Duke's lips. "Well, a committee, at least. I'm a busy devil after all."

The Arch-Duke of Dis

Seer 10/Abjurer 10/Cerebremancer 10

Large Outsider (Abomination, Evil, Extraplanar, Lawful)

Symbol: The Iron Tower on a red background in an iron-gray, inverted triangle.

Cosmic Rank: 15 (18 in Dis)

Hit Dice: 52d8 (Outsider) + 30d4 + 1,148 (1,648hp)

Initiative: +11 (+11 Dexterity)

Speed: 120 ft., fly 250 ft. (perfect)

Armor Class: 82 (-1 size, +11 Dex, +34 natural, +9 profane, +19 deflection), touch 48, flat-footed 71

Base Attack/Grapple: +67/+83

Attack: The Iron Staff of Dis +84 melee (2d6+18/x3); or the Rod of Dis +84 melee (2d6+18 plus 3d6 lawful plus 1 negative level (lawful)/x2); or spell +78 melee touch or +77 ranged touch.

Full Attack: The Iron Staff of Dis +84/+79/+74/+69 melee (2d6+18/x3); or the Rod of Dis +84/+79/+74/+69 melee (2d6+18 plus 3d6 lawful plus 1 negative level (lawful)/x2)

Space/Reach: 10 ft./ 10 ft.

Special Attacks: Acedia's Influence, Aura of Hell, call

devils, Hell's Fire, the Might of Hell, Perseverating Glance, psionic powers, spell-like abilities, spells

Special Qualities: Abomination traits, blindsight 500 ft., Chains of Toil, damage reduction 40/ anarchic, epic, good and silver, darkvision 60 ft., Diabolical Decree, Diabolical Empowerment, Diabolical Prowess, divine immunities, Ferric Affinity, immunity to fire and poison, Infernal Majesty, Iron Curtain, locked within the gates, Lord of the Nine, Polished Façade, regeneration 22, resistance to acid 40 and cold 40, see in darkness, spell resistance 73, telepathy 1,000 ft.

Saves: Fort +57, Ref +54, Will +62

Abilities: Str 35, Dex 32, Con 39, Int 48, Wis 48, Cha 48

Skills: Appraise +74 (+84 for alchemical appraisals), Balance +82, Bluff +122, Concentration +99, Craft (alchemy) +104, Decipher Script +39, Diplomacy +150 (+156 with evil beings), Disguise +19 (+29 when acting), Escape Artist +66, Forgery +74, Gather Information +114, Hide +77, Intimidate +114 (+120 against evil beings), Jump +54, Listen +94, Knowledge (arcana) +104, Knowledge (history) +94, Knowledge (local: Nine Hells of Perdition) +104, Knowledge (nature) +94, Knowledge (nobility and royalty) +94, Knowledge (the planes) +94, Knowledge (psionics) +104, Knowledge (religion) +94, Move Silently +81, Psicraft +124, Search +74, Sense Motive +122, Spellcraft +114, Spot +104, Survival +19 (+25 when following tracks, +27 in aboveground natural environments and on other planes), Tumble +66

Feats: Corrupt Spell-like Ability^B, Dark Speech^B, Borrowing Power, Chain Power, Chain Spell, Craft Contingent Spell, Craft Magic Arms and Armor, Craft Rod, Craft Staff, Craft Universal Item, Empower Power, Inquisitor, Psionic Meditation, Quicken Power, Quicken Spell, Scribe Scroll

Epic Feats¹: Craft Epic Contingent Spell, Craft Epic Rod, Craft Epic Staff, Craft Epic Universal Item, Epic Evil Brand^B, Epic Manifestation, Epic Psionic Focus (x2), Epic Skill Focus (Psicraft), Epic Spellcasting, Focused Metapsionics (Quicken Power), Improved Metapsionics (x3), Improved Spell Capacity (x4), Multipower (x3)

¹ While wielding the Iron Staff, Dispatser gains the benefits of the following epic feats: Spell Stowaway (*greater spell immunity*), Spell Stowaway (*heal*), Spell Stowaway (*mass heal*), Spell Stowaway (*shapechange*) and Spell Stowaway (*time stop*)

Environment: The Iron Tower, Dis, Second of the Nine Hells of Perdition

Organization: Unique (solitary)

Challenge Rating: 63

Treasure: Quintuple standard plus *the Iron Staff of Dis* and *the Rod of Dis*.

Alignment: Lawful Evil

Across the Cosmos, mortals and immortals alike constantly seek to achieve the greatest value for the least amount of effort. In many cases, this attitude is common sense and productive; however, there are those that seek not only to make the most with least amount of work, but those that seek to ensure that any and all work is done through the efforts of others. Some go as far as to pursue the most underhanded, offensive means to acquire their wants. Such individuals ignore what they know to be right in favor of doing all they can to meet their ends within the bounds of law. What comes of their actions, the pains and sorrows of others, mean less than nothing

to such people who long ago abandoned their own morals in return for greater power. Shiftless, stubborn, and lazy, when such individuals die, their blackened souls descend into the Second Perdition of Hell. Here they find that they are forced to meaningless labor. Now, what they sought, power and wealth with no effort, is returned to them in gross irony ten fold. All they do forever more will amount to nothing despite the effort and pain they put into their work. There is only one who will truly benefit from the efforts of these damned fools. From the heights of the ever-present Iron Tower, Dispatser watches and reaps the toil of the masses.

Called the Lord of the Second, Arch-Duke of Dis, His Iron Grace, and many other names, Dispatser is the best known and most visible of the Lords of the Nine. In controlling the largest city in Hell, the Arch-Duke is very interested in maintaining his high standard of living. He encourages regular trade between his city and every other place in Creation, doing all he can to invite mortals and immortals from across the Cosmos. Maintaining an open admittance policy for his city, Dispatser does all he can to appear inviting and harmless. Of course, few things can be further from the truth.

Dispatser is one of the oldest devils in existence. He was one of the first maleficaraim granted the status of Lord of Perdition by Lucifer the Satan before the Dawn of the Gods. Dispatser is also the only Lord who has never been deposed from his station at Lord of the Second. Even Mammon shared his power in Minauros with Glasya and Mephistopheles was forced to orchestrate his own coup in order to maintain his infernal fief. Not so, Dispatser. Since he was raised to Lord-Regent of Dis, the suave, cultured Iron Duke has never been threatened by lessers, much less cast down. Dispatser views his status as eternal and as certain as the strength of the iron he has taken as his totem. Dispatser credits (naturally) his own unique take on rulership: never allow your subjects time to contest your station. Everything in Dis, from the magnificent Iron Tower to the tasks of the lowliest lemur, functions under this principle. Everyone and everything in Dis toils for the sole purpose of maintaining Dispatser's eternal power. It is for this reason that Dispatser is simultaneously the best known and best defended of the Lords of the Nine.

Dispatser's servants are always occupied with some kind of time-consuming responsibility. In some cases, such activities are of value to the servants, but more often than not any value associated with the work Dispatser assigns is limited to non-existent. If anything, in some convoluted way, the paltry accomplishments of the servants of Dis do little more than strengthen their lord's iron grip in Dis and his status as a Lord of Perdition. Dispatser has a myriad of ways to ensure that the work that his servants pursue is never ending. One of the most popular legends associated with Dis illustrates the ends to which Dispatser will go: one group of soul shells cobble a street as another one close behind tears apart the very same cobbles. This and other similar tales pale in comparison to the work Dispatser's more powerful servants endure. There have been cases in which Dispatser orders one Duke to assassinate the good-aligned royal family of a strong civilization while he orders another Duke to groom the current third prince of the reigning king to rule the very same kingdom. Not until near the end of either plan do the Dukes learn of each other's activities, causing no little malice between them. Once the two Dukes work out their diverging goals and go

through all manner of trouble to see their lord, Disater has already seen to it that an organized, invading force manipulated by another Duke has taken over the kingdom. To those on the outside looking in, these activities appear to be nothing less than the acts of a demon. However, only the unenlightened fail to see how these activities further Hell's interest. Not only are Disater's servants too busy to threaten his rule, Disater is well aware of the benefits of any of his numerous plans. All such plans promote the cause of Hell and the will of the Iron Duke.

Disater himself is always involved in one plot or another. The Iron Duke has established countless committees to study problems or establish new goals to improve the position of Hell. While some of his Dukes are responsible for discovering ways to breach Sigil, creating elaborate, intricate models of the Cage, others undergo training to uncover the means to disallow secundi promotion when a former Primus "dies." Disater knows all too well the likelihood of any success in these endeavors. It is the meaningless effort and the corruption of the soul that matters to Disater. Still, in the unlikely event that any success may come of any committee action, Disater – who is very keen on being kept abreast of all advances in his assignments – will sabotage the potential with another committee...or else, he will create a sub-committee to ensure that there is no threat to his person; such committees are just as beneficial as the former since they take a great deal of time to achieve anything useful.

Many point to Disater's behaviors as the actions of a coward. To a point, this is accurate. Disater fears the loss of power. He also fears change. Disater is paranoid and insecure about his station and will do anything to maintain it within the iron bounds of order. However, Disater is not afraid to move forward with a plot once he is certain that the end results will strengthen his own position. Unfortunately for Disater, the same kind of plotting and counterplotting that he uses to stymie any real or imagined attempts on the part of his servants to overthrow him are also used before Disater ever makes a move. Disater will study an issue for centuries before making a decision. Many opportunities have passed the Lord of the Second by as a result; however, Disater tends to focus on long-ranged interests rather than goals that require swift responses. Once Disater decides that the time for action is imminent, he moves with surprising speed and force, often shattering any obstacles and overwhelming any foe.

Due to the numerous machinations across the Cosmos in which the Courtiers of Dis are involved, Disater is well known to all interested in dealing with Hell. Disater, unlike the various Lords that have ruled Avernus, is not an outwardly violent Lord, nor does he appear to be immediately dangerous. Disater is dedicated to trade and to commerce. He has done his part to make Dis as hospitable as possible to most sentient beings to a degree surpassing that of any other Lord. Countless creatures trade in Dis every day. Of course, like all things in Hell, the value of such trade in Dis benefits the interests of Hell. Disater encourages the trade of any good so long as the merchant involved has abandoned his own beliefs in order to reap a profit. Whether the goods are not as valuable as they seem or the goods were created through slave labor, Disater does not care; what matters to him is that the merchant has revealed his sloth or his lack of ethics in order to achieve greater profit or power. Of course, there are many who have no idea that this is what

Dis represents until it is too late (typically when they die and find that their souls are trapped within Dis for eternity).

In spite of his behavior, Disater has very few active enemies across the Cosmos. Simply put, Disater's patience and caution makes it difficult for any to accuse him of cheating or lying. Indeed, Disater never lies and he never cheats. The Lord of Dis simply never says the entirety of what he means or else finds a useful interpretation for his interests. Disater uses rules, regulations, and the written word (or lack thereof) as weapons in his bid to control all within his reach. Even if former allies thought they were getting the better of the Iron Duke, they find out that the stipulations of the contract always ensure that they lose out in the end. As a result, while Disater has no clear foes, he certainly has few allies across the Cosmos. While it is safe to say that most gods dedicated to honesty, freedom, and trustworthiness perceive Disater as an adversary, the truth is that Disater rarely allows himself to get personally involved in the activities of his servants that bring him greater wealth and stability. Disater apparently ignores most insults directed his way unless they in some way threaten his station in Hell. Still, Disater does have beings he counts as foes. Essentially, anything or anyone that seeks to upset the status quo that has thus far supported – directly or indirectly – his status in Hell is perceived as a threat to be dealt with. What is difficult for most outsiders to determine is what Disater considers a threat and how he comes to such a determination. Disater, through his numerous committees and contacts, is often aware of potential risks to his hegemony that could occur only if numerous incidents happen. The death of a child, which leads to the rise of a sibling, which leads to the marriage of two remote nobles, which leads to a slaad mating with the noble's offspring, which creates the foundation of a kingdom that will one day create a weapon strong enough to breach the defenses of the Iron Tower... Such possibilities are enough of a threat for Disater to do all he can to see to it that the child in question never dies, that the sibling himself is killed, that the marriage never occurs, and that the slaad is ripped apart by a contingency of pit fiends. Of course, none will ever discover that Disater was behind it all because Disater will never order the act, but will allow his various committees to do so instead. Only massive events of cosmic impact can cause Disater to get personally involved, as with the events surrounding the Sword of Daneel, a legend considered true as described in the ancient text *Fires of Dis*. So severe were the results of this action that many point to it as the reason why the formians, initially associated with Arcadia, relocated to Nirvana.

Those with the power to look beyond the iron curtain of red tape, rules, and laws that obscure the truth of Dis and its master know that Disater is as hateful and spiteful as any other Lord of the Nine. In some ways, he is the most dangerous after The Overlord himself, as his cultured, inviting manner and seeming affability distract those expecting a tyrannical devil. Disater always has a plan and an angle and knows how to use the desires and dreams of others to further his own goals. Sure, many mortals may not find themselves dealt a final blow by the Arch-Duke of Dis immediately, but most can be certain that eventually, Disater will return any insults he found worthy of his attention ten-fold in the distant future.

Within Hell, Disater is held in high esteem. Of all

the Lords, there is little doubt that Dispater commands the greatest amount of loyalty from his Dukes. Although his Courtiers know that they are just cogs within their master's convoluted machine, all of them are too terrified of the possibility that their cog may be cleaned or removed in the middle of one of Dispater's plots. Fear of the future is what drives the Courtiers of Dis to do their lord's command. Interestingly, Dispater is one of the only Lord besides Asmodeus who has not just one, but two arch-devils under his control. The Grand Duke of the Ebon Vale, Merorem, serves Dispater and is part of the Court of Dis. Dispater finds Merorem useful in that the Grand Duke provides the Lord of the Second warning of undesirable futures. Furthermore, Merorem supports Dispater's position that change must be strictly regulated. Although Dispater does not trust Merorem, he doubts that The Darkwind would bother wasting his time trying to mislead him as they both know that such a thing would probably result in the Grand Duke's permanent death. Dispater is far more cautious in his dealings with Glasya, though. It is improbable that Dispater has any true interest in Glasya, although there have been rumors that Dispater has already risked Asmodeus' wrath in wooing the Princess of Hell. It is known that both the Arch-Duke and the Princess have benefited greatly from their partnership, their diabolical servants reaping many souls in the past few eons. Another certainty is that Dispater is well aware of the "romantic" tension between Glasya and Merorem. To what end the Iron Lord plans on using this knowledge is unclear. What is clear is that Dispater is fond of Lixer, the Scion-Emperor. While Dispater still views the Prince of Hell as an upstart, he can sense the younger devil's nobility...not to mention the power that Lixer has uncovered in his interest in negative energy. When the time is right, Dispater intends to absorb Lixer's knowledge – if not his life – and use the information gained as the foundation for a source of eternal, undead slaves.

Among the other Lords of the Nine, Dispater hates each and every one. However, he has a very strong alliance with Mephistopheles, the Cold Lord. This union is one forged of familiarity and mutual success. Both Lords have served longer and with greater result than any other Lord save Mammon, their former ally. Both value the hegemony of true devils, particularly those of hellspawn origins. And both hate The Fallen. While Mephistopheles despises the fact that The Fallen have brought change to Hell without his leave, Dispater has a far more practical reason to hate them: they overthrew standing Lords. The success of Astarte, Beelzebub, Belial, and Moloch reveals to Dispater that his station is never entirely safe; their downfall would simply grant him reassurance. It is for this same reason that Dispater hates Bael, who revealed that perseverance can overcome any obstacle. Still, Dispater sees potential usefulness in Bael, who overthrew not another devil, but a Fallen. Mammon holds a special place of loathing in Dispater's heart. Former allies, Mammon betrayed both Dispater and Mephistopheles at the end of the *Dies Irae*; furthermore, he has stolen much from Dispater over the millennia. While Dispater has no immediate plans for the Lord of Avarice, he does intend on having his revenge.

If there is one thing that Dispater fears, it is his master, Asmodeus. Of all the Lords, Dispater is the most loyal to Asmodeus, although this loyalty is not blind like that of Geryon. Dispater knows that Asmodeus would not hesitate to abandon him to another if it suited his

needs and Dispater knows that there would be little he could do about it. Still, Dispater sees no reason to attempt to overthrow Asmodeus himself until such time that he knows without a doubt that such a thing could be accomplished. It is this one place that Dispater and Mephistopheles vociferously disagree. Indeed, since the *Dies Irae*, it has been Mephistopheles' goal to overthrow Asmodeus that has caused a growing rift between the two classic Lords. To date, Dispater has kept his growing dissatisfaction largely to himself, but he knows that he would have to choose to side with Asmodeus should Mephistopheles make a sloppy move to take the Serpent's Throne. Asmodeus, for his part, views Dispater as the most capable Lord and views him with something as close to respect as The Overlord is capable of possessing. This respect is bolstered by the fact that Asmodeus knows that Dispater would defend himself against an attack, but is wise enough to know that any offense would be foolish.

Dispater is suave, sophisticated, and cultured. He is witty and charming, although he often has a scathing retort for those that seek to insult him. Often dressed in conservative, iron gray and red robes and cloaks, he appears as a very tall, slender, handsome older man with a long white moustache and trimmed goatee. He always carries the *Iron Staff of Dis* and the *Rod of Dis*, laying the former across his lap when seated in his throne in the Iron Tower (from which he rarely ever leaves). An archaic smile often softens his somewhat saturnine features. It is rare to find Dispater displaying any emotion other than contentment. Those that pay attention, though, can discern the Iron Duke's emotions by watching his eyes. Typically, Dispater's pupiless eyes look like dark clouds smoldering with concealed flames. In the rare occasions that he is excited, Dispater's eyes flare to a dull, burning red. Dispater's mildly diabolical appearance is solidified with two small horns that crown the top of his head. Dispater walks with a pronounced limp, suggesting a past injury. Some legends insist that the limp is due to the fact that his left foot is similar to that of a goat.

Combat

Dispater is a cautious devil, always scheming and planning. Even if it were possible to surprise him, the Lord of the Second has so many contingencies and plans for every conceivable situation that any edge bestowed by surprise is quickly lost.

Dispater is a reluctant combatant at best, preferring to rely on his wit and charm, followed by *called* help, should his words prove ineffective. If away from the Iron Tower, he will make all efforts to return there if possible; whether in the Iron Tower or not, he enters combat already protected as best as possible. Long lasting powers and epic powers of defense, such as *psionic moment of prescience* and *esoteric aegis*, are always cast or manifested ahead of time. Likewise, the Lord of the Second takes no chances within combat, happily using immediate action defensive measures as an extra precaution. For those who attack him likewise "buffed up", a chained *reaving dispel* allows the Arch-Duke of Dis to simultaneously dispel ongoing spells, power down magic items, and gain the benefits of those spells dispelled should he desire.

Using Sense Motive to assess the competence (or lack

thereof) of any foes, Dispatar does not foolishly expend too much of his power; wherever possible, he lets Acedia's Influence and Ferric Affinity bring his foes low, followed by his Perseverating Glance and Might of Hell if necessary. In the most dire circumstances he will use overtly aggressive spells and powers, such as Hell's Fire and heavily augmented *concussion blast*, all from within the safety of his Iron Curtain.

Acedia's Influence (Ex): To those of a good bent, Dispatar's very presence is a curse. Creatures within 200 feet with any "good" portion in their alignment (including good tendencies) are struck by this curse unless they succeed on a Will save DC 64. Failure indicates that the creature contracts Acedia's Influence, preventing them from performing good deeds. Each round that an afflicted creature attempts to perform a good deed (or part of a good deed, DM's discretion), he must save once more against the same DC or else be rendered helpless and unable to move until he resolves not to attempt that action again. Deities and cosmic entities are immune to Acedia's Influence, except on a successful opposed rank check.

Acedia's Influence can only be removed by a deity or cosmic entity who makes a successful rank check against Dispatar. Those that swear a diabolical oath to serve Dispatar and renounce goodness are likewise healed of the curse for as long as they hold true to the Diabolical Oath.

Those that successfully save against Acedia's Influence are immune to its effects for the next 24 hours.

Aura of Hell (Ex): Dispatar's Aura of Hell can affect all creatures within 1400 feet of him, with a Will save DC 64 allowed to negate the effects.

Call Devils (Sp): As a move equivalent action, Dispatar can *call devils*. Nine times per day, Dispatar may call a Duke of Hell, 9 pit fiends, or 18 or any lesser type of devil; devils so called have triple standard Hit Dice, to a maximum of 45 Hit Dice. Since these devils are *called*, they have the ability to *summon* other devils as their *Monster Manual* descriptions allow. Dispatar is quick to *call* others to do his work for him, but believes in "a devil for all seasons", using his incredible intelligence and intuition to *call* on the right devil for the right task.

Chains of Toil (Su): There are some foolish enough to deal with Dispatar, and to those he offers his Chains of Toil. Dispatar can grant this boon up to nine times per day. The client is granted the ability to use *monstrous thrall** as a spell-like ability once per month. This thrall, His Iron Grace explains, will then work for the client at no cost as a slave. Each month the client's number of slaves will increase by means of this power, leaving him free to live a life of leisure. Each time the client uses the *monstrous thrall* ability, he moves one step closer towards Lawful Evil on the alignment axis.

In return, Dispatar asks for an item of great worth to the client (generally 1,000gp per Hit Die of the client). If the client does not have an item of sufficient worth (which is usually the case, and the Iron Duke's preference), Dispatar will accept the client's soul with the understanding that the client will use Chains of Toil to buy his soul back over time. The initial price set will appear quite achievable, but interest quickly accumulates above and beyond the amount that the client can repay. Even if the client does manage to repurchase his soul, he has done so with lucre ill-gotten and taken from those he has enslaved; when he dies, his soul will still find its way to Dis to toil endlessly in cruel irony.

Chains of Toil can only be removed by a *miracle* followed by *atonement* as cast by a 41st level (or higher) caster. Each thrall must similarly have *miracle* cast to be returned to normal, at the client's cost; those that were in thralldom remember vividly their treatment and are prime candidates for infernal help in order to have their revenge. Finally, the client must give back all that he gained from this boon in order to be free of its curse.

*found in *Complete Divine* under the Domination domain.

Diabolical Empowerment: Dispatar uses his Intelligence modifier instead of his Charisma modifier when determining the power of special attacks and special qualities.

Ferric Affinity (Su): Having taken iron as his symbol, Dispatar enjoys a tremendous power over the silver-gray metal and all alloys composed predominantly of it. He can sense all iron (or iron alloy) within 15 miles (18 miles when in Dis), can pinpoint its exact location (no miss chance if attacking), and he can animate any such object (so long as it is unattended) as a free action (but never more than 38,400 pounds of objects at once). By using a move action, he can see through iron or iron alloys, and is then able to treat creatures on the far side of such an obstacle as being both in his line of sight and line of effect (the iron allows his spells and powers to pass directly through). Dispatar also adds *wall of iron* to his list of spell-like abilities, usable at will.

Hell's Fire (Su): Dispatar may use Hell's Fire 22/day, dealing 22d12 points of diabolical damage in a line 10 feet wide and 1900 feet long (Ref save DC 64 for half damage). Dispatar's Hell's Fire appears as a rush of whirling iron blades and rust-red mist.

Infernal Nobility (Ex): As the Lord of the Second, Dispatar has a status equivalent to that of the gods. Dispatar possesses a cosmic rank of 15. While in Dis (and anywhere else on Hell that Asmodeus allows), Dispatar functions as a greater god with a cosmic rank of 18.

Iron Curtain (Su): Dispatar can use his Iron Curtain nine times per day as a free action. This power protects Dispatar from all forms of attack. First, Dispatar receives a Fortitude save to negate any attack entirely, in which case it has no effect and deals no damage. This is regardless of whether the attack normally allows a save. The Fortitude save DC is always equal to 10 + ½ attacker's Hit Dice + attacker's Con modifier. If this save is failed, the attack is resolved as normal.

The second effect of the Iron Curtain is to absorb damage. If the attack deals hit point damage, this damage is applied to the Curtain instead of Dispatar. The Curtain can absorb 300 points of damage before collapsing. Dispatar can adjust the Curtain to ignore certain types of damage. (Such as fire, to which he is immune) If Dispatar activates his Iron Curtain within his Iron Tower, it absorbs 600 points of damage before collapsing, even if he afterward leaves. The Iron Curtain remains in effect for 24 hours provided it does not collapse.

The Might of Hell (Su): So terrible is Dispatar's presence that he may corrupt an entire area with but a thought. Thrice per day as a free action, he may *unhallow* an area with a 1560 foot radius (caster level 76th).

Perseverating Glance (Su): The Lord of Dis takes an evil delight in having creatures – *all* creatures – engaged in mind-numbing, fruitless tasks. Those within his presence can be forced into such tasks with but a glance from His Iron Grace, never knowing aught again except the mechanical repetition of the last action they took before succumbing to this power. Dispatar may target one crea-

ture at a time as a standard action, and can use his Perseverating Glance no more than nine times per day on any creature he can see within 1800 feet. A targeted creature is allowed a Fortitude save against DC 64 to resist this power, with a successful save *slowing* the creature. Deities and cosmic entities are immune to Perseverating Glance except on a successful opposed rank check.

A failed save results in the creature repeating its last action over and over again. Casting a spell, for example, would be followed by an attempt to recast the exact same spell in the same manner; inability to replicate the action in this case would lead to the character expending her highest level spell or spell slot each round. An attack with a sword would be repeated in the same way, even if the target has moved or been dispatched. Movement is replicated by moving back and forth between the last two “beginning” and “end” squares that the creature used. Inaction breeds further inaction.

Creatures under the effect of Perseverating Glance may be considered to be helpless (if, for example, their last act was to freeze in place trying to avoid notice), but even if not helpless are treated as flat-footed.

Perseverating Glance is not a gaze attack, i.e. the target can be affected whether he catches Dispaters eye or not. Furthermore this power takes direct physical control of a creature, and thus is not a mind-influencing effect.

Polished Façade (Ex): His Iron Grace always appears urbane and refined, even when his true intentions are base and despicable. This puts even enemies at ease in his presence, and has been the downfall of many an unwary foe. Dispater adds a +18 profane bonus on all Bluff, Diplomacy, and Sense Motive checks, and is immune to attempts to magically discern his true intentions.

Psionic Powers: Dispater manifests powers as a 68th level seer. Power points/day: 533. Powers known: 1st—*defensive precognition, detect psionics, force screen, offensive precognition, offensive prescience*; 2nd—*concussion blast, ego whip, recall agony, sensitivity to psychic impressions*; 3rd—*body adjustment, danger sense, dispel psionics, energy retort, mind trap*; 4th—*aura sight, intellect fortress, mindwipe, psionic divination*; 5th—*catapsi, incarnate, power resistance*; 6th—*greater precognition, psionic contingency, temporal acceleration*; 7th—*divert teleport, fate of one, flesh to iron**, *psionic moment of prescience, ultrablast*; 8th—*bend reality, psionic iron body, recall death*; 9th—*apopsi, metafaculty, microcosm, reality revision*. Save DC equals 38 + spell level.

*As per the 6th level shaper power *crystallize*, except that the target creature is transmuted into iron.

Epic Psionic Powers: Dispater can manifest an epic power up to eight times per day. Powers known: *Dispater's iron defense, epic dimension door, esoteric aegis, greater epic psionic armor**, *Trojan curse*.

*As per *greater epic mage armor*, except as an epic psionic power.

Spell-like Abilities: At will—*animate dead, baleful polymorph, blasphemy, blur, charm monster, create greater undead, deeper darkness, delayed blast fireball, desecrate, detect chaos, detect good, detect magic, dominate monster, flame strike, greater dispel magic, greater invisibility, greater teleport* (self plus 1,000 pounds), *hallucinatory terrain, hold monster, magic circle against chaos, magic circle against good, mass hold monster, mirage arcana, persistent image, polymorph, power word stun, produce flame, pyrotechnics, read magic,*

restoration, resurrection, scrying, suggestion, symbol of pain, unhallow, unholy aura, unholy blight, wall of fire, wall of iron; 9/day—*destruction, detect thoughts, dictum, discern lies, fire storm, geas/quest, greater restoration, imprisonment, meteor swarm, shield of law, true resurrection, true seeing, zone of truth*; 6/day—*accursed, hellball, oppress, tyranny*; 3/ day—*wish*. Caster level 76th; save DC 38 + spell level. Dispater is closely associated with the Inquisition domain and gains a +4 bonus on all dispel checks.

Spells: Dispater casts spells as a 68th level abjurer. His forbidden schools are Conjunction and Evocation. Spells/day: 4/9/9/9/8/8/8/8/7/7/4/4/3. Dispater's spell books include all spells (other than those from forbidden schools) from the wizard spell list in the *Player's Handbook*, the *Book of Vile Darkness*, and *Complete Arcane*. It is likely that he also has access to spells that no mortal mind has ever conceived of. Typical spells prepared: 0—*flare, no light*^{VD}, *resistance, touch of fatigue*; 1st—*alarm, obscuring mist, ray of enfeeblement* (x2), *shield* (x2), *true strike* (x3); 2nd—*addiction*^{VD}, *arcane lock, bear's endurance, fox's cunning, sap strength*^{VD}, *slow consumption*^{VD}, *spectral hand, touch of idiocy, wither limb*^{VD}; 3rd—*explosive runes, haste* (x3), *ray of exhaustion, reality blind*^{VD}, *slow* (x3); 4th—*crushing despair, dimensional anchor, enervation, grim revenge*^{VD}, *mnemonic enhancer, psychic poison*^{VD}, *rainbow pattern, stoneskin*; 5th—*chained addiction*^{VD}*, *dismissal, feeblemind, mindfog, quickened true strike, resonating resistance*^{VD}, *stop heart*^{VD}, *telekinesis*; 6th—*analyze dweomer* (x2), *antimagic field* (x2), *fiendish quickening*^{VD}, *globe of invulnerability, repulsion, true seeing*; 7th *banishment* (x2), *chained enervation**, *ethereal jaunt, greater arcane sight, greater shadow conjuration, project image, reverse gravity*; 8th—*bestow greater curse*^{VD}, *chained stop heart**, *dimensional lock, mind blank, moment of prescience, prismatic wall, soul's treasure lost*^{VD}; 9th—*foresight, imprisonment, mage's disjunction, prismatic sphere* (x2), *time stop* (x2); 10th—*chained finger of death**, *chained insanity**, *quickened globe of invulnerability, quickened greater heroism*; 11th—*chained polymorph any object**, *quickened limited wish* x2, *quickened spell turning*; ; 12th—*chained reaving dispel*^{CA}* x2, *quickened absorbtion*^{CA}. Save DC equals 38 + spell level.

^{CA} Found in *Complete Arcane*

^{VD} Found in the *Book of Vile Darkness*

* Spells that are noted as chained take advantage of the Chain Spell feat found in *Complete Arcane*

Epic Spells: Dispater can prepare up to eight epic spells per day. Spells known: *contingent true resurrection, esoteric aegis, greater epic mage armor, oppress, superb dispelling, tyranny*.

The Iron Staff of Dis: This plain, unadorned iron bar functions as a +6 *quarterstaff of defending*, save that it deals 1d8 points of damage and has a x3 critical multiplier. The Iron Staff grants Dispater incredible defensive powers. Foremost, Dispater gains the benefits of the Spell Stowaway feat for the following spells: *gate, heal, miracle, time stop, and wish*. Dispater may set two *contingencies* upon his person, except that the attached spells have no level limit, and up to two (non-epic) spells can be attached to the *contingency*.

Spells or spell-like abilities that fail to penetrate Dispater's spell resistance are reflected upon the caster as if they had been subjected to spell turning. This does include area-affecting spells which are typically not sub-

ject to spell turning; for example, if an enemy wizard casts an *ice storm* in an area of effect that could affect Dispater, the ice storm would be redirected to an area of effect centered on the caster.

Iron and iron-alloy metal weapons that deal damage to Dispater must make a Fortitude save DC 64 or rust away completely. The damage must be real damage rather than damage absorbed by Dispater's DR; thus, if a sword strikes the Arch-Duke but deals no damage, the sword is not affected by the rusting power. Only the weapons of cosmic or divine beings with equal or greater divine ranks are immune to this ability. Successful critical hits and sneak attacks have a 75% chance of being negated.

The Rod of Dis: A four-foot length of twisted iron adorned with chain links of adamantine and capped with a fist-sized ruby surrounded by garnets, the *Rod of Dis* functions as a +6 *heavy mace of lawful power* with a x3 critical rate. It functions as a *rod of epic rulership* with the following modifications. First, it can affect up to 1500 creatures at one time, none of which can exceed 30 Hit Dice, at a distance of 15 miles. Within Dis, this increases to 1800 creatures with no more than 36 Hit Dice. Creatures with an Intelligence score of 24 or higher are entitled to a Will saving throw DC 64 to negate the effect. The rod has no limit on how long it can be used. When used in combat, those struck by the rod must succeed in a Will save DC 64 or be affected as though by *dominate monster*.

The Iron Tower: While in the Iron Tower, Dispater has numerous defensive options.

A *dimensional anchor* effect is constantly in effect within the Tower (Dispater himself is immune to this effect; note this affects psychoportation powers as well). A *token of Dis* is required to circumvent this effect. Different tokens have different security accesses. Dispater is aware of every creature holding a token of Dis; he can pinpoint their location to within two miles (anywhere in Dis), ascertain their general state of health, and can determine their alignment.

Those who would attack Dispater by spell or by sword within the Iron Tower find that telekinetic effects hinder their efforts. Those attacking with weapons contend with telekinetic attempts to force their weapons from their hands. An opposed Strength check is required to hold onto the weapon (the force has a "Strength" score of 48); those attempting to hold on to metallic weapons suffer a -9 penalty on the check. Those casting spells with material or somatic components must also succeed in an opposed Strength check, or their spells are spoiled and lost. These checks must be made every round.

A constant *catapsi* effect interferes with all psionic activity; furthermore, each round that a psionic power (or psi-like ability) is in use by a particular creature, it must also make a concentration check as if it were manifesting the power defensively, with a penalty on the check of -36; failure of this check means that the manifestation fails.

In any event, all who would attack Dispater within the Iron Tower suffer a reprisal in the form of corrupt, intensified *lightning bolts*. Each round, one bolt strikes any foe that attempted to physically attack Dispater, dealing 120 points of electricity damage and 120 points of corrupt damage. A Reflex save DC 64 is allowed for half damage, but one must first succeed in an opposed Strength check versus the telekinesis in order to be able to attempt the save.

To make matters worse, a particularly potent *hold*

monster spell targets all of Dispater's foes every two minutes. Those that fail are paralyzed for two minutes. The Will save DC to avoid the effect is 64.

Finally, every four rounds, the Iron Tower casts *mage's disjunction* as a 76th level caster. Dispater can determine which creatures and/or items within the edifice are subject to this powerful disenchanter.

The power of the Iron Tower is such that cosmic and divine beings may be affected by it. Such beings do not receive rank checks to ignore the effects of the Iron Tower and make saves as all other beings.

Summoning Dispater

Dispater cannot be summoned except into a specially prepared sanctum, the core of which must be a section of flooring with a 30-foot radius made entirely of iron. Plush carpeting and fine draperies both red and gray should dress the area in preparation for the Lord of the Second's arrival. Sixty-six enslaved humanoids whose lifetime of servitude came as a result of being unable to repay debts must be in attendance, chained to the floor in obeisance. Ninety-nine vessels of platinum set with rubies and garnets must be used to anchor the magic circles; these should be filled with a measure of the blood and sweat of mortals that have lived lives of sloth, mixed with stagnant water. Finally, a display of meaningless toil must also be made. This might be a *silenced* choir, told that their efforts can be heard by the invocants and poor notes will result in death, or additional slaves working over the iron vessels, with half of them cleaning while the other half tarnish. Though the summoners do not realize it, the nature of the forbidden magic used to bring him into the Mortal Coil coupled with the extreme demands in terms of location also allows Dispater to duplicate the protections that he has in place in the Iron Tower without any effort on his part. This effect extends only out to 30 feet while on the Prime (centered on the original point of summoning, not on Dispater himself).

When all is in readiness, molten platinum erupts from the center of the *magic circles* and rushes headlong to carpet the room from wall to wall. The summoners must provide their own protection against the molten mass, as well as for the slaves and other attendants; failing to do so necessitates the need to start over (see below for details on the final state of the platinum). The metallic stream then climbs the walls and covers the ceiling, until platinum covers all. It is then that Dispater rises slowly from the shimmering pool that is the floor, and the platinum hardens and cools. Creatures that were protected from the heat will nonetheless find themselves cemented to the floor without further magical aid. Summoners are advised that such aid is not a prerequisite, and may even be frowned upon.

Dispater is generally courteous and seems to show an interest in those who summon him, answering questions posed to him if it suits his purposes, and generally using his wit and charm to force the conversation into areas he wishes it to go. For fools and those that deride him, the Arch-Duke of Dis does not immediately go on the offensive, though he might have some choice words that both belittle and shame those he speaks with. Such individuals will bear the brunt of his wrath at a time and place of his choosing, for the Lord of the Second's memory is eternal, and his hatred as inflexible as tempered steel. Dispater will almost always offer his *Chains of Toil* boon to

those who summon him, no matter how they have acted.

Throughout the audience, the platinum slowly dulls and changes until it is nothing but iron, although summoners must succeed at a Spot check opposed by Dispat's Diplomacy or Bluff check in order to notice. The iron then begins to pit and rust, so that by the time the audience is at an end it is absolutely worthless.

The slaves and attendants likewise are of no use to the summoners by the end of the audience. While the platinum has turned to iron and then begun to corrode, the slaves and attendants have slowly sunk into the floor. Once again, a Spot check opposed by Dispat's Diplomacy or Bluff check is required to notice this effect (including those being affected), so gradual it is, and so much do Dispat's words demand attention. Creatures taken in this way are transported back to Dis when the Lord of the Second finishes his audience.

As the audience ends, Dispat will generally bow his head slightly to the chief invocant, as if saying farewell to an equal or friend, whilst a stairway appears in the room behind him. The Arch-Duke of Dis then limps carefully down the stairs, out of sight. Iron-gray steam then hisses from the opening, and when it disperses, only pitted iron remains.

MAMMON, Lord of the Third

"I don't see how there is any other interpretation," Temple Master Jahn said, exasperation creeping into his tone. "We fought with the Marquis and his court for ages over their tax..."

"Tithes, brother," came the bored rebuke from Temple Master Ames.

Minister Jahn and Temple Master Ames walked side-by-side down the grand halls of the Temple of the Gilded Gauntlet, the largest church dedicated to Celzar in the March of Evensheer in the Duchy of Barthrod. Jahn was surprised when he received the invite from the Lord Minister, Baron Peter, considering that he pastured one of the smallest and poorest temples not just in the march, but in the entire duchy. Most men of his stature would have been honored at such an invite, especially when paired with Temple Master Ames, head of the nearby church in the Barony of Deep Spring. Yet, he had long since determined that he was wary of the politics of the Church of Celzar at these levels. The compromises of the faith, the lack of grace...the blatant greed.

If he could have afforded to shirk the invite, Jahn would have, but such would have been a disservice to his parishioners. And to Celzar, Hallowed be His name. Despite his decision, Jahn was shocked with what he had learned upon arriving earlier in the morning and immediately made his thoughts clear when he met Temple Master Ames at the gates of the Gilded Gauntlet.

"Taxes, tithes, whatever!" Jahn snapped.

Ames glanced at Jahn. He was a slightly younger man, his temples just beginning to grey, his belly just beginning to soften. His satin white robes were linked with white mink and gilded in thread of silver. Jahn had no doubt that the temple at Deep Spring was hardly wealthy enough to afford such vestments. Still, when Ames said under his breath, "Lower your voice, Temple Master. Remember where you are!" Jahn complied. Ames was rising in Bainland and a favorite not just of the Lord Minister of Evensheer, but of the High Minister of the entire kingdom.

Glancing around the halls, Jahn did notice that some adepts and lower ranked ministers were watching them as they made their way to the Lord Minister's antechamber. In a whisper, he snarled, "In any case, we told the Marquis that the coin would go toward fortifying the march from the predations of Ironoak. And now you wish to use the money as funds for personal projects?" He paused as one of the two temple guards opened the heavily decorated maple double doors.

"This borders on blasphemy!" Jahn said as they entered the plush and immodestly decorated waiting room which itself was adjoined to another room hidden in darkness.

"Calm yourself, brother Jahn," Ames sighed as he crossed the room to the flask of chilled wine and two goblets. As he poured, Ames spoke with the patience one uses when training a dog. "Of what use are fortifications in these peaceful times? No, do not answer my friend, for I know war oft lies on your mind. I know you lost a son to the Duchy of Ironoak. But how can you consider the aid of the poor and destitute to be blasphemous?" Ames drank deeply and then watched the pale liquid swirl in his goblet. "I would be most interested to hear your reasoning."

"Acquired under false pretexts, the aid and blessing we would grant is tainted!"

"No more so than wasting the money given in good faith on protections against imaginary threats."

"Enough." The voice was soft, but the command carried steel that silenced both clerics immediately. They made the gesture of the Sword and Shield as Lord Minister Peter entered. A baron and distant cousin to the Marquis of Evensheer, Lord Minister Peter almost looked like the High Minister in his heavy, multilayered white silk and satin robes accented with tufts of expensive roc feathers. He even wore a gold-embossed copy of the Holy Writ on a chain attached to his sash. Jahn, already feeling out of place in his simple cotton robes, felt more so as the Lord Minister's grey eyes fell on him. "We do not bicker about such matters. We are children of Celzar, Hallowed be His name."

Ames was quick to say, "Forgive us our Father. We did not mean to offend."

Jahn remained silent.

"The matter has already been decided," Peter announced as he crossed the room. "I wanted you both here because this boon will affect both of your parishes."

"Indeed, your reverence?" Jahn almost rolled his eyes at the lust in Ames's voice.

"Yes," the grey eyed, older man said. "Both of you have done well. While you, Temple Master Ames, have done well for your barony and the church, you Temple Master Jahn, have done much with little. It is time that you are both rewarded."

Ames was thanking the Lord Minister when Jahn could not help but blurt out, "Father, although I appreciate the recognition, I cannot help but feel that this is not the right way to go about doing things. It's..."

"It's what, Jahn?" Peter asked in a threatening tone. "Wrong? I don't see it that way. I see this as an opportunity to ensure the hegemony of the church across the march. Besides, are we not servants of the Most High? Should we not be rewarded for our efforts, our service?" The Lord Minister moved to look Jahn in the eyes. "We fought together many times in our youths, Jahn. I know what you lost. I also know what you lack. I am offering

you a chance that my predecessors did not... Now, if you don't want to go with this, you will see what little tithes you currently receive dwindle away to nothing. Somehow, I doubt this is what you want for your adepts and ministers."

Jahn glared back at his former friend, holding the other's gaze. After some time, he finally nodded, his eyes lowering. He could not force the others to suffer for his own pride.

"Good," Peter said, although he did not smile. "Now, come, our guest awaits us in the Room of Salvation. Do show him that his efforts on our behalf were not wasted on squabbling fools or mindless rabble."

The walk to the Room of Salvation was a short one. It lay near the center of the temple within a large, beautifully manicured garden. Marble statuary, many gold-gilded, stood impressively throughout the area. Jahn had been here many times over the years, but until today he never noticed how strongly the gold gleamed. He also thought that it was unusually dark despite the cloudless day. Jahn swiftly forgot about the sun as he spied the doors to the Room of Salvation. Standing before them was the Lord Minister's guest.

He was a fat little man. His eyes were smiling and his perfect teeth gleamed. He was dressed in the robes of a modest noble, and wore an elaborate red-haired wig atop of his very bald head. He waddled across the courtyard to where the priests were assembled and bowed so low to the Lord Minister he nearly fell over. Before the Lord Minister could introduce him, the little man spoke.

"Your Most Holy Blessedness, I have done what you asked!" The guest bobbed wildly as he spoke, gesturing grandly with his pudgy hands. His voice was shrill and grating. Temple Master Jahn stifled a grimace at the butchering of the Lord Minister's title as he stared at this character that had been admitted into the most sacred places of their god. His eyes smarted as a reflected ray of light stabbed into them. What was the fool wearing that could reflect anything? The bishop noticed no jewelry on the man. He glanced at Ames, but his young peer seemed not to notice anything amiss so intently were his eyes upon the visitor.

The Lord Minister spoke. "Viscount..." An uncharacteristic pause marred his speech as Peter struggled to recall the man's name. He looked meaningfully at his guest, who appeared to misunderstand his intent, and bowed low again.

"I am ever the most humble of servants, Your Gracious and Sacred Benevolence."

The Lord Minister scowled and continued. "The Viscount here has done us a favor, my sons. He has convinced the nobles of the divinity of the tithe and collected it for us. It is that which he brings to us now."

The Viscount beamed. "Well, your Munificence, I merely acted as a bearer of the sacred word. Render to Man that which is man's, and give to the gods that which is the gods', that's what I always say."

Temple Master Jahn blinked. Had he heard the Viscount correctly? It seemed as if he had said "man", but what an odd pronunciation. He glanced at Ames again, who still seemed enthralled. He shook his head in irritation. That infernal light kept getting in his eyes every time he tried look directly at the Viscount. Squinting, he tried again as he suddenly felt that something was amiss.

"Now, your Consecrated Magnanimousness, you did mention a small reward," the Viscount was saying. "I've

simply come to honor our arrangement."

"Yes, yes, certainly," the Lord Minister seemed impatient, as if he were reconsidering allowing this buffoon into his audience chamber. He was rubbing his temples and squinting. "Temple Master Ames, give this man thirty pieces of silver."

"What?" The Viscount's face was flushed purple as Ames held out a bag to him. "That was not our agreement!"

"It is more than we agreed upon, Viscount." The Lord Minister seemed taken aback.

"Precisely! It is not what we agreed upon. My honor would be tarnished if I were to take a single copper more than I had accepted. I apologize, of course; you are clergymen and did not mean to insult me." The Viscount smiled. "A single silver piece is all I asked."

"Take it then, Viscount, and go. And know that the Church is always your friend should you need one."

The Viscount bowed low again as he accepted the silver piece. He beamed another huge smile at the Lord Minister and turned to leave. Almost as an afterthought, he turned back. "Tell me truly, Lord Minister. Will this gold you have gathered go to the one you serve?"

The old man glared at the impertinence of the question, then seemed to think the better of it. "Yes, Viscount. It will go to His work. The aspects of His work which I see fit to place it towards."

The Viscount beamed and bowed yet again. "One more indulgence, Gracious Father of Salvation. Could you read to me a page from your Holy Writ? I have always had a passion for hearing it spoken aloud. Any passage will do..."

Almost snarling, the Lord Minister yanked the book from its chain and angrily opened it, tearing several pages in the process.

"No man can serve two masters. Either he will hate the one and love the other, or he will be enslaved to one and betray the other. One cannot serve both God and Mammon."

As the Lord Minister concluded the passage, the sound of a thousand golden coins falling to the ground resounded throughout the temple. The Viscount's smile, now framed by a red moustache and forked beard, became ugly as his teeth lengthened into golden fangs. He tore his wig from his head, revealing a pair of diamond capped horns. Massive wings, encrusted with precious metals and rocks, unfurled from the Viscount's back and his body seemed to be made from individual gold and platinum pieces. His once humble attire was now gaudy in its richness. He grew in size as he strode on goat-like feet toward the now quaking Lord Minister. Ames was screaming.

Although the Viscount loomed over him, exuding an unsettling heat that wilted the plants, his voice was still shrill and annoying. "Now, Your Pathetic Grovelence, I must demand we enforce church doctrine here. After all, it was doctrine that gathered these riches together. It should be doctrine that redistributes it. You are a slave to the lure of coin, a thrall to mammon. You betrayed the ideals of your faith for wealth. Therefore I shall free you of your burden, and you shall forever after serve your true master." The Viscount slapped the Holy Writ from Peter's hand to across the courtyard even as Jahn fought against his trembling and yanked out his wooden holy symbol.

The guards, other priests, and parishioners had arrived at the sound of Ames continued screaming. The

Viscount ignored them, snapping his fingers, and the scattered thirty silver pieces exploded into silken clad black, scaly fiends with sinister yellow eyes, black wings, and whip-like tails. Four of them ran to the Viscount, leaving the stench of stagnant water in their wake, to hoist him aloft on a jewel encrusted litter that materialized beneath him. The others produced golden trumpets and began to sound them mightily as their master was swiftly borne out of the courtyard.

There was a golden flash and Jahn ducked, covering his eyes. When he opened his eyes, he noted that Ames had stopped screaming and he struggled to his feet. The gold and silver in the courtyard, whether from the statues or from the people, was melting and disappearing into the ground. Stunned, Jahn gave chase. Pushing through the panicked throngs, he neared the outer doors to witness a magnificent fire encapsulated golden carriage emerge from the ground. It was drawn by nine enormous horses, black as obsidian with daemoniac red eyes. Smoke fumed from their nostrils and flames roared from their hooves and manes. A vicious lizard-like creature with great cat-like ears and small, shifty yellow eyes covered in barbs and spines sat as coachman, a whip in one hand and the reins in the other.

The Viscount sprang lightly into the carriage, and Jahn could now see the gleaming baubles which adorned him. Still trembling, Jahn presented his holy symbol to the fiend. The Viscount gave a disdainful glance at the Temple Master's efforts as the carriage began to pull away. The horses began to rise, galloping on the air itself, and then suddenly dove straight into the ground. A cacophonous bomb shook the entire temple. A circle of smoldering grass was all that marked the passage.

Temple Master Jahn turned and slowly trudged back into the temple, feeling more drained and dejected than he ever had before. Once grand, the temple was now devoid of anything remotely resembling material value. The gold, silver, bronze and marble that had covered it was stripped away, leaving bare wood and a dilapidated frame. The priceless relics of their history were gone. The coffers, once filled with the offerings of the faithful, were empty. Nothing remained.

As he made his way into the audience chamber, the Temple Master nervously wondered what wrath the Lord Minister would unleash at this misfortune. The scene that greeted his eyes in the chamber gave light to the absurdity of his thoughts.

A perfect likeness of Lord Minister Peter was cowering in courtyard. A perfect golden likeness. A look of absolute horror was engraved onto his face. Likewise was Ames, still screaming in silence. Both slowly melted into the ground until they too were gone.

Temple Master Jahn struggled not to faint but could not keep his feet. He fell to the ground, his hand landing on something. He lifted it to see the open Holy Writ and his eyes read the passage.

"Give unto Mammon that which is man's, and unto the gods whatever is left over."

As Jahn passed out, the profaned tome beneath him, the last thing he heard was the tinkling laughter of the Viscount.

The Arch-Duke of Minauros

Large Outsider (Abomination, Evil, Extraplanar, Lawful)

Symbol: Three gold coins bearing diabolical faces on a

dark green inverted triangle.

Cosmic Rank: 13 (16 in Minauros)

Hit Dice: 45d8 (Outsider) + 25d6 (rogue) + 10d6 (perfect wight) + 880 (1450 hp)

Initiative: +27 (+19 Dexterity, Superior Initiative)

Speed: 120 ft., fly 250 ft. perfect

Armor Class: 71 (+11 deflection, +19 Dexterity, +34 natural, +9 profane, -1 size), touch 37, flat-footed 71

Base Attack/Grapple: +63/+75

Attack: *Avarice* + 80 melee (1d6+18+2d6 (axiomatic) + 2d6 (unholy)/18-20/x2); or *Greed's Breath* +87 ranged (2d6+18+2d6 (unholy)/19-20/x3); or claw +74 melee (4d6+12)

Full Attack: *Avarice* + 80/+75/+70/+65 melee (1d6+18+2d6 (axiomatic) + 2d6 (unholy)/18-20/x2; or *Greed's Breath* +87/+82/+77/+72 ranged (2d6+18+2d6 (unholy)/19-20/x3); or 2 claws +74 (4d6+12), 2 wing buffets +69 melee (2d6+6), and tail +69 melee (4d8+6).

Space/Reach: 10 ft. /10 ft.

Special Attacks: Aura of Hell, *call devils*, Carnal Covet, Hell's Fire, Might of Hell, Lien, sneak attack +18d6, spell-like abilities

Special Qualities: Abomination traits, blindsight 500 ft., Crippling strike, damage reduction 40/anarchic, epic, good and silver, defensive roll, Diabolical Decree, Diabolical Empowerment, Diabolical Prowess, displacement (50%), divine immunities, immunity to fire and poison, improved evasion, *improved invisibility* 2/day, improved legerdemain 2/day, improved uncanny dodge, incorporeal 2/day, Infernal Nobility, Infernal Rogue, Infernal Usury, Lord of the Nine, opportunist, Property of the State, regeneration 22, resistance to acid 40 and cold 40, shadow form 2/day, spell resistance 71, telepathy 1,000 ft., trapfinding, trap sense +6.

Saves: Fort +52, Ref +60, Will +56

Abilities: Str 35, Dex 48, Con 33, Int 44, Wis 39, Cha 31

Skills: Appraise +86, Balance +65, Bluff +93, Climb +12 (+16 with ropes), Concentration +71, Decipher Script +31, Diplomacy +107 (+113 with evil creatures), Disable Device +60, Disguise +93 (+101 when acting in character), Escape Artist +102 (+106 with ropes), Forgery +66, Gather Information +61, Hide +102, Intimidate +91 (+97 against evil creatures), Knowledge (arcana) +70, Knowledge (history) +51, Knowledge (local [Hell]) +66, Knowledge (nature) +23, Knowledge (the planes) +75, Knowledge (religion) +78, Listen +98, Move Silently +102, Open Locks +62, Search +101, Sense Motive +75, Sleight of Hand +122, Spellcraft +71 (+75 to decipher scrolls), Spot +98, Survival +37 (+43 on the planes, +45 while tracking), Tumble +108, Use Magical Devices +45 (+55 for scrolls), Use Rope +40 (+48 with bindings).

Feats: Alertness, Cleave, Combat Reflexes, Corrupt Spell-like Ability^B, Dark Speech^B, Dodge, Far Shot, Improved Critical (composite longbow), Improved Disarm, Improved Initiative, Iron Will, Mobility, Point Blank Shot, Power Attack, Precise Shot, Quick Draw, Quicken Spell-like Ability (*mass hold monster*), Quicker than the Eye, Snatch Weapon, Spring Attack

Epic Feats: Additional Magic Item (ring), Blinding Speed, Epic Evil Brand^B, Epic Skill Focus (Sleight of Hand), Lingering Damage, Improved Sneak Attack

(x2), Self Concealment (x5), Superior Initiative, Tenacious Magic (*greater invisibility*), Uncanny Accuracy

Environment: Castle Minauros, Minauros, the Third of the Nine Hells of Perdition

Organization: Unique (Solitary), team (Mammon, 1 – 6 hamatulas, 1 – 4 nightmares, 2 – 16 Nessian warhounds), or squad (Mammon, 1 Duke of Hell, 1 – 6 hamatulas, 2 – 16 barbazus, 2 – 16 Nessian warhounds)

Challenge Rating: 59

Treasure: *Avarice, Greed's Breath*, quintuple standard

Alignment: Lawful Evil

There are many different attitudes regarding the distribution of wealth across the Cosmos. In some places, the wealthiest are those who have inherited a divine mandate. In these cultures, the acquisition of wealth is limited to the wealthy or to the lucky. In other places, wealth is granted to those who, through strength of will, perseverance, and dedication to a task, are allowed to keep the fruits of their labor. In still other places, no one individual is wealthier than another. All share in the bounty of success equally. There are many other examples across the Cosmos, some dictated by the gods and others determined exclusively by mortals. And yet, there is one constant: financial strength results in political and social hegemony. Financial independence grants the wealthy the ability to dictate their own terms and to influence the decisions and behaviors of others. The wealthy do all they can to maintain their financial power. While some do so in order to help their family and their community, others do so because they are consumed with a love of money. Conflicts, wars, and other kinds of turmoil spring from the control of capital, from the distribution of wealth for the ability to control money invariably leads to the ability to control lives. This terrible fact, this lamentable truth, has led some to believe that money is indeed the root of all evil. There is one that could not agree more and this one has taken it upon himself to make sure that none, from the lowliest mortal to the greatest god, has an opportunity to further soil their souls in avarice. That one is Mammon, the Lord of the Third.

The Arch-Duke of Minauros has developed quite a reputation over the millennia. When most hear his name or read about him, they immediately think about greed. Indeed, the name Mammon has become synonymous with lust for gold. In some circles, “mammon” is used to describe an unnatural desire for material gain beyond all other concerns. Numerous religious texts equate the edacious lust for gold and silver to be a spiritual affliction, a perversity of the soul. Like a plague, the quest for material possession has spread throughout the mortal coil and has reached beyond the mortal coil and into the realms of gods and cosmic entities alike. Mammon’s name continues to be dragged through filth as the increasing desire for gold threatens civilizations and souls across Creation. Yet Mammon, in a magnanimous manner, ignores these insults for he knows that he is the only one capable of providing assistance to mortals and immortals alike. He knows that his way, his plan, is the one that will bring peace and stability to the soul and flesh alike. In order to stave off the predations of greed, Mammon believes that all beings are better off with nothing in order to better understand the value of money.

Until such time, Mammon has taken it upon himself to hold – in perpetuity – onto the gains of others across Creation. A difficult task, he knows, but someone has to do it.

According to Mammon’s worshippers, the Lord of Avarice (an unfair appellation, but one that does not bother Mammon since he is above such concerns) believes that the love of money is not just the beginning of all that is foul and loathsome, but that such a love distracts all sentient beings from a far more important truth. Wealth is and has always been distributed unevenly. Even in cultures in which everyone supposedly benefits equally, there are some who do more than others and receive some sort of compensation for their extra effort, be it greater authority or special perks. This unfairness, this gross inequity, is a deplorable consideration to one such as Mammon. The wealthy continue to grow in power and influence while the poor scuttle about like vermin, willing to do anything to acquire the very same dirty gold that the wealthy hoard for themselves. As far as Mammon is concerned, the best option is for all to have nothing and be equal in nothing. All must pay a surplus of whatever they have gained to something greater that allows them to live and breathe. This agency, always an official entity that works for the greater good for all involved, is where the repository of all material gains should go as far as Mammon is concerned. Since Mammon knows that all other beings are incapable of taking possession of wealth without becoming enamored with it, he believes that it is in his vaults that the wealth of the Cosmos would be the safest.

Mammon does not equate his behavior as a lust for wealth despite what others have and will continue to say. Rather, he perceives it as a meaningful sacrifice. He is more than willing to be unpopular and unloved as he takes that which others have no right to have. He knows that his goal, equality in all, is a just one. As importantly, Mammon knows how to spend and redistribute the wealth that others so foolishly squander. He knows how to grant those in need the proper amount, how to make sure that all have the right amount in order to live.

Yet, the wise see through to Mammon’s true nature. In the end, Mammon, with all of his high-minded rhetoric of equality, is only interested in the possession of all that is considered of material value. True, he does believe that equality for all is right; yet, his true mission is to make all others subservient to his will and influence as all will be equal in poverty and impotence as they just barely scrape by a life. Mammon believes that financial strength is indeed the driving force of power. By controlling the most capital, Mammon believes that he will control the souls of mortals and, through them, eventually the entirety of Creation. This ultimate investment, the only worthy investment, will grant Mammon complete independence from the Hierarchy of Hell and the power to define Creation in his own image: him at the top with all others groveling and begging him for succor. That is the equality Mammon seeks, that of the State taking everything that beings have – earned through hard work or not – earned and using it for his own ends. That is the threat of Mammon.

Beyond Hell, Mammon is viewed as one of the more sinister and dangerous Lords. Mammon routinely “selectively redistributes” (steals) from any number of beings. Gods and powerful cosmic entities are not excluded from this pursuit. To date, Mammon has few allies. However, Mammon is often approached by un-

scrupulous demi-gods and lesser cosmic entities seeking access to greater power. With these weaker beings, Mammon is something of a business partner. Although his fees are astronomical, once a contract is signed, most expect to get something of value out of Mammon before the business arrangement concludes. It is not unusual for powerful gods to seek out Mammon when they need for something important to disappear or reappear for that matter. These arrangements are always kept under a fog of secrecy as few are interested in being associated with the Arch-Duke of Minauros. It is important to note that Mammon's most dangerous foes beyond Hell are gods of thieves and greed. As Mammon believes that they have more than their fair share of wealth, he targets the majority of his redistribution efforts on their worshippers. From Abbathor and Vhaeraun of the dwarven and drow pantheons, to Mask and Olidammara of the Faërun and Oerth pantheons, Mammon has made an enemy of all of them. The only prominent god of greed Mammon has steered clear of offending is Tiamat due to her uncomfortably close proximity.

In Hell, Mammon is isolated from the other Lords of the Nine, a situation that suits him just fine. Nevertheless, this is an interesting position for the Lord of the Third for he is numbered among the original hellspawn and Lords of the Nine. Since before the Dawn of the Gods, Mammon was an ally of Dispater and Mephistopheles, as he – like the Lords of the Second and Eighth – sought to solidify power and authority through elitism. Dispater enforced the toil of the masses and heretics; Mephistopheles enforced the will of the cold, ruling intellectuals; and Mammon enforced the consolidation of wealth to those at the head of the table. These three, opposed to the likes of Adrammelek, Sammael, and Lilith, reaped a great deal of power, catapulting them to the forefront of Hellish politics. Yet, neither Dispater nor Mephistopheles placed much trust in Mammon for they saw that his interests were limited to what he could gain financially in their pursuits. Dispater rightfully assessed that if Mammon believed he could gain by switching sides, he would do so. Still, this alliance between the three Lords would last for countless millennia. It would not be until the *Dies Irae* that Mammon's treachery would be revealed to his allies. Not only did Mammon succeed in sending his servants into Dis and Cania to "redistribute" a great deal of treasure as the Lords' armies descended into Nessus, he also betrayed them to Asmodeus when The Overlord stripped his vassals of their power. This dual treachery forever shattered any union between Mammon and Dispater and Mephistopheles once the three were allowed to return to their stations as Regents of Hell. Mammon, the first to grovel at Asmodeus' feet, was the first to return to his fief and the first to receive a full pardon. Mammon has not looked back and has done nothing to try to reestablish ties with his former allies. As far as he is concerned, he acquired what he needed from them and now it is time for him to invest in new opportunities.

Mammon is often confused with his former ally, Dispater. Many scholars and sages have viewed Dispater as being interested in the acquisition of wealth, thereby creating difficulty in distinguishing him from Mammon. However, the difference between the two Lords is simple enough. Dispater is the personification of the corrupt business man who seeks to increase his wealth, political power, and military power through doing as little work as possible while hiding behind rules and laws, his ser-

vants accomplishing all of the work with little or no gain for themselves. He supports conservative practices that maintain the status quo with him at the top. In contrast, Mammon represents the power and greed of the State that overtaxes, always has an outrageous share to take, and is never satisfied with its gains. He is the ultimate materialist, often claiming that his need for more wealth will eventually trickle down to benefit others, when all he does is hoard it himself. Mammon is uninterested in business and could care less how he receives his "share" as long as he receives it. He is not above selective redistribution (what most would call "stealing") to increase his holdings, and is more than willing to get his hands dirty to do so. Dispater is the faceless, iron-shod corporation while Mammon is the money-hungry State.

There are some legends that insist that Mammon is not truly a scion of Hell, but a fallen angel. There are a number of religious texts that point to an angelic being who fell for want of material gain, his avarice like lead on his soul that dragged him screaming and spitting into Hell. However, few believe this possibility for it would be unlikely that Mammon would have ever have been allied to Dispater or Mephistopheles who are acknowledged bigots with regards to angelic beings. Interestingly, Mammon was never threatened by the Fallen after *The Great Fall*. Mammon's court, filled with greed-stricken bureaucrats, has lead many to believe that Minauros would have been easy pickings for any number of fallen angels or even powerful devils. Many point to the former presence of Glasya, the Princess of Hell, as the reason for Mammon's continued control of the Third Perdition. Still, Mammon never forged a beneficial relationship with The Fallen, although he has had numerous skirmishes with the sadomasochistic Belial and the forces of Phlegethos over the eons. Precisely what Belial wants out of Minauros is anyone's guess; after all, Mammon has never sought to face Belial or any other Lord or arch-devil in combat, so it is probable that Belial wants to expand his power base by taking over another Perdition. It is known that Mammon has no relationship with Bael, Leviathan, or Lilith beyond the occasional need to be diplomatic during Processions of Perdition. However, Mammon has been contemplating establishing an alliance with Beelzebub. Through the Lord of the Flies, Mammon believes he could expand his ability to ferret out hidden troves of treasure across the Cosmos, greatly expediting his goal to make the rest of Creation bitterly poor. So far, however, Mammon has not approached the Lord of the Seventh as he does not trust that an alliance with the overweening Beelzebub would be balanced on the front end.

Mammon continues to lust after Glasya, the Princess of Hell; however, since The Overlord decreed that the Princess of Hell's time would be better spent elsewhere after the *Dies Irae*, Mammon had little choice but to quietly acquiesce. What these two horrible creatures saw in each other is simple enough to determine; Glasya desired Mammon's considerable wealth, and Mammon was obsessed with Glasya's background and connection to Hell's ultimate power. Mammon is so fearful of Asmodeus' wrath that he does not even send secret messages to Glasya. Mammon has no relationship with the Prince of Hell, seeing no value in meddling with an annoying, insufferable, half-mortal brat. Indeed, the only other arch-devil with whom Mammon has any relationship is Geryon, whose form Mammon has been known to mimic when entertaining guests in Minauros, ruthlessly

mocking the former Lord of the Fifth. Simply, if none of the arch-devils or Lords offers him anything, Mammon sees no reason to treat with them, especially if he continues to enjoy his own success.

Within his court, Mammon keeps a watchful eye on his Dukes. Mammon knows that each of them keeps a bit of whatever they bring in, but so long as the amount is less than 3%, the Lord of Avarice does not bother to retaliate. After all, he is capable of tracking down their treasure vaults if he were so inclined and plans on doing so one day once he has risen to a point to challenge Asmodeus for the Serpent's Throne. Mammon's is the least organized Court, his servants spread across stinking Minauros like scattered gold pieces. All of the Courtiers of Minauros spend their time, in their own way, enriching Mammon. That is their only goal as far as he is concerned and Mammon could care less how they accomplish this task so long as they do so without wasting – or stealing – needlessly.

Mammon has few qualms about spending the money that he has redistributed from others. One of his favorite pastimes is betting. If he cannot win in a bet, Mammon will find a way to bend the end result to his favor (some would call this cheating, a term Mammon despises). If he still loses, Mammon beats a hasty retreat to avoid paying up his side of a debt, claiming the need to process the winnings. Another one of Mammon's favored excursions is hunting, on which he often bets. Many scholars have cited that Mammon hunts himself, but this is not entirely accurate. Mammon rarely rides a horse (or in Hell, a nightmare), but sits in an elaborate open litter pulled by nightmares, where he watches his servants hunt. He often unleashes his team of Nessian warhounds in these times, sometimes wounding the target with *Greed's Breath* before the hounds give chase. Most of the targets are former servants that have displeased Mammon or else powerful mortals who lost their souls to Mammon.

Mammon rules from Minauros, the Sinking City. Mammon takes no time to shore up the city's foundation, believing that there is no point in wasting money on it. Rumors abound that Minauros sinks because of the tremendous weight of Mammon's hoard. The city is filled with all manner of destitute soul shells and lemures. These creatures are cursed with eternal starvation as they wallow in poverty. Mammon never enters the streets of the city without a hunting party, fearing that the destitute souls will try to rob him.

Mammon appears as a plump maleficarim with a large, toothy smile, red moustache, and a forked red goatee. His skin is a shimmering, reddish gold, and his short red horns and talons are capped with diamond studs. The Lord of Avarice often wears an elaborately designed kilt that descends from below his ample stomach and stops over his cloven hoofed feet. His huge wings glow a warm golden color from the coins he has had grafted to them, their weight having no apparent effect on Mammon's ability to fly with surprising speed. He speaks with a supreme amount of arrogance in a high-pitched, grating voice. His beady eyes, which glow a warm gold, twinkle any time he senses that someone has more than 100 gp in value in possession. Most who would meet with Mammon tend to do so almost naked.

Combat

Mammon is a coward. Even if he is facing clearly weaker adversaries, Mammon will seek to avoid any kind of violence if he can help it, ordering his servants to deal with threats. Mammon never travels alone and typically has the company of at least his pack of Nessian warhounds. These beasts and any other servants will be ordered in combat while Mammon flees for safety...that is, unless his aggressors are in possession of extremely valuable magic items or wealth. Essentially, if Mammon's foes are in possession epic magic weapons or major artifacts of any kind, he is guaranteed to remain in combat.

When forced into combat, Mammon will seek to retreat to high ground at least 100 feet away after he *calls* either one Duke of Hell or 18 advanced barbazus. While these beings summon additional support, Mammon will use his Hellish Aura to force his foes to cower. Then, he will follow up with his Audit centered on the wealthiest creatures in the area. In most cases, Mammon will opt to transfer the enhancement values of magic items into coin; if he finds that his foes are resilient, he will transfer the enhancement powers into DC increases. If Mammon finds that his foes are willing to pursue him, he will call in Nessian pit fiends before attempting either another Audit or he will use Property of the State to make them relinquish their most powerful weapons. In any case, Mammon will seek not to kill his adversaries unless they clearly have nothing of value. If they seem wealthy, Mammon will take them back to Minauros where they will be "interviewed" for information on the whereabouts of more treasure before Mammon turns them into lemures.

Audit (Su): The Lord of Avarice believes that all creatures, great and small, possess far more than their equal share. This is especially the case for those in possession of well-crafted or magical items and a great deal of treasure. Mammon frowns upon such foppishness, viewing those that have the audacity to own such items as having extreme bad taste. When confronted with such beings, Mammon usually believes that he must take it upon himself to relieve them of their ill-gotten, undeserved gains for future redistribution. In such circumstances, Mammon will exact an Audit.

Up to nine times a day, Mammon can target a 30-foot radius within his line of sight (or, in Minauros, within 16 miles) and elect to Audit either items or currency. Any and all masterwork or magic items within the area must make a Fortitude save DC 58 (items in the possession of another may use their own save or the save of their possessor, whichever is the highest). Failure indicates that masterwork items immediately become mundane while magic items lose 50% of their enhancement bonus. Furthermore, the amount lost is immediately transferred into gold pieces of the appropriate value and deposited into Mammon's Gilded Vault; alternatively, the amount taken is added to the DCs of one of Mammon's abilities or spell-like abilities. Such bonuses last for nine rounds. Mammon does not gain DC bonuses from masterwork items, only from magical items. Thus, if Mammon were to audit a +2 *holy short sword*, he could either take 16,000 in gold pieces or he could increase his spell-like ability DCs by 2 points. While Mammon may elect to return enhancements to the original item (or enhance a mundane item with the Audited enhancement), he may not do this if he has used the enhancements to empower his own DCs.

Mammon may also use his ability to Audit coins.

Unclaimed coins or other forms of currency (including jewelry, expensive art pieces, and the like) within the area of effect are immediately taken. Claimed coins receive the owner's Will save against a DC of 58 or else they are also taken. For every 10,000 gp Audited, Mammon may increase a DC for an ability or spell-like ability by 1 point.

Finally, Mammon may also Audit artifacts. In auditing an artifact, Mammon cannot permanently strip it of its powers; however he can borrow any one power for up to nine rounds. The artifact receives a Will saving throw DC 58 for each Audit attempt. Mammon then gains the ability to select which power he hopes to use. There is some risk for Mammon, however; if the artifact in question is not Neutral Evil or Lawful Evil in alignment, at the end of the nine round period there is a 30% chance that Mammon will suffer a reduction in all of his abilities as though suffering from nine negative levels. This ailment lasts for nine days. Needless to say, Mammon does not use this aspect of Audit lightly. It is known that Mammon cannot affect so-called signature weapons or artifacts that are in the physical possession of any cosmic or divine being (including those with divine rank 0).

Aura of Hell (Ex): Mammon's aura can affect all creatures within 900 feet of him, with a Will save 58 allowed to negate the effect.

Call Devils (Sp): As a move equivalent action, Mammon can *call devils*. Nine times per day, Mammon may *call* a Duke of Hell, 9 pit fiends, or 18 lesser devils; devils so called have triple standard Hit Dice, to a maximum of 45 Hit Dice. Since these devils are *called*, they have the ability to *summon* other devils as their *Monster Manual* descriptions allow. Despite his size and tremendous strength, Mammon, more than any other Lord of the Nine, is a true coward. Only dedicated to the balance and spread of wealth (to himself, mostly), Mammon hates being in the middle of a fight once he realizes that one is imminent. It is fitting, then, that Mammon will call on the most violent devils in Hell to kill his enemies at the first sign of a threat: *barbazus*. If matters continue to deteriorate, Mammon will then bring in pit fiends and hamatulas. Mammon is often in the company of nine Nessian warhounds that are willing to die to defend Mammon.

Carnal Covet (Su): It is the nature of all sentient beings to be selfish. From the greatest god who covets the worship of mortals, to the lowly peasant who steals even the smallest grain from the fields of his master, creatures across the Cosmos reflect their selfishness everyday. This attitude, this gross violation of the natural order in which all must lend aid, in which all must share equally, is one that greatly offends Mammon. Indeed, he has found that those who would are to challenge him are often covered in all manner of gain that they have only because of their selfishness and greed. On these, Mammon forces them to share whether they will it or not through his Carnal Covet.

Three times a day, Mammon can cause Carnal Covet in all beings within 300 feet of his person (Mammon can select which beings he wishes to effect). Similar to a *confusion* spell, Carnal Covet forces those who fail the Will save DC 58 to seek out any random item they either see or know about that is considered valuable that they do not currently possess. Mammon may determine if certain locations or being within the area of effect can be targeted by those infected with Carnal Covet (he often ensures that his own guards and his person are not sub-

ject those under the influences of this power). While the target of the infected is determined randomly, the victim of Carnal Covet will always attempt to take the item with the most value. It does not matter if the item in question is of any immediate or even future benefit so long as its value is at least 100 gp. Thus, a wizard may attempt to steal his paladin ally's *holy avenger*, while a cleric may attempt to pry loose valuable jewels attached to an altar dedicated to her god. Any attempt to stop the coveting victim results in the victim's retaliation that only lasts as long as someone or something is between the victim and the object of desire. Once the victim acquires what he covets, he turns his attention to another item. Carnal Covet lasts for 45 rounds.

Diabolical Empowerment: Mammon uses his Intelligence modifier for determining DCs for all saves.

Hell's Fire (Su): Mammon may use Hell's Fire 20/day, a ten-foot wide line of diabolical energy dealing 20d12 points of damage, up to 1700 feet away. Victims caught in the blast may make a Reflex save DC 58 for half damage. Mammon's Hell's Fire appears like a blast of scalding, liquid gold and silver that burns into the body and the spirit of those caught in the effect.

Infernal Nobility (Ex): As the Lord of the Third, Mammon has a status equivalent to that of the gods. Mammon possesses a cosmic rank of 13. While in Minauros (and anywhere else on Hell that Asmodeus allows), Mammon functions as a greater god with a cosmic rank of 16.

Infernal Rogue (Ex): While Mammon certainly does not perceive himself as a thief every other being that has dealt with him would not hesitate to name him one. Indeed, Mammon possesses a number of qualities that makes him almost as frustrating as various gods of thieves across the Cosmos.

When Mammon is struck by an attack from an opponent he has designated as his dodge target, Mammon may make a Reflex save (DC 10 + damage dealt) to negate all damage from the attack.

Mammon also knows the exact value of any treasure he can see. He can immediately determine what any creature is carrying and where each carried item is.

Any attack of opportunity Mammon makes is considered a sneak attack. Mammon also receives 3d6 additional points of damage on his sneak attacks.

Infernal Usury (Ex): Of all the Lords, Mammon has the most precise offering to mortals: the acquisition of wealth. Mammon does not have elaborate schemes nor does he offer strange agreements in his offerings. If a mortal client wishes to do business with the Lord of the Third, that business will revolve around the client becoming wealthy. What the mortal does with his wealth is his business. Finance an orphanage or a war; it is all the same to Mammon so long as the client remembers one important thing: anything given by Mammon is not a gift but a loan. And loans must be repaid. In Hell, repayment is always not as simple as it seems.

If Mammon (or one of his Courtiers on his behalf) is summoned to the mortal coil, Mammon can offer Infernal Usury up to three times a day. Infernal Usury is as simple as it sounds. Mammon may grant a mortal one *wish* to become wealthy. The amount of wealth is a base of 5000 gp per character level (NPC classes count as ¾ levels for the purpose of this effect). The client receives an additional 1000 gp per level as he works out the loan arrangements with Mammon in a Diplomacy check (Mammon will set the check during each parley; see

below for more). The client explains the details of his *wish* to his own satisfaction as the entirety of his request is drawn up on a contract written on parchment made from the “flesh” of angels. The contract is signed and written in the client’s blood, imposing 1d3 points of Constitution damage. Once signed, the contract immediately disappears from sight and is magically transferred into the Ledger of Melchom, the Duke of Profit. The loan proceeds are given to the client in the appropriate number of *bags of holding* (the value of the bags is taken out of the client’s proceeds and may well be far larger than the client needs unless the client stipulates that he wants a bag of the proper size).

Payment for the loan is simple. The client has to make good on three requests issued by Mammon at a moment and time of the Lord of the Third’s choosing. These requests can be of any sort, although they tend to revolve around assisting the monetary acquisition of Dukes of Minauros or servants of Mammon in the Prime. Mammon has up to three years to make this request either personally or through a servant. If the client states that this was never part of the contract, Mammon typically will say that it was never discussed or never explicitly stated that such a payment would not be in the contract. The client does have a choice in the matter but only if he succeeds in a Will saving throw with a DC 58 plus 3 per 1000 extra gold pieces that the client successfully bartered out of the original bargain. Failure indicates that the client is under the effects of a *geas* as cast by a 54th level caster and will comply with Mammon’s requests. This *geas* cannot be removed by normal means; only the direct intervention of a cosmic entity or god with divine or cosmic ranks greater than 16 can end this curse, and then only on a successful rank check. The client will have three weeks to complete each request. Once completed, the client finds that he gets to keep his ill-gotten gains but that such gains are cursed in a manner identical to that of Scax’s Sins of the Father. If the client cannot complete the request, his soul is immediately forfeited to Mammon who may slay the client at any time and across planar boundaries in a manner identical to that described in Lien.

Two possibilities exist should the client save against the initial request. First, he may offer to repay the loan. Mammon always agrees to this, although he will require that that loan is not only repaid within three days, but with 50% interest. Failure results in the client’s soul being forfeit to Mammon (who can kill the client’s mortal body and take possession of the soul at any time, anywhere within the same limitations as described in Lien). The client may borrow the money from others. If this occurs, upon transference of the proceeds, those that loaned the money are immediately cursed in a manner identical to the client’s curse under Infernal Usury. Those who loaned the money must be repaid by the client, with the same interest, or their souls are forfeit (as is the client’s soul since he had to borrow the money). The second option is that the client immediately sells his soul to Mammon. The loan is immediately considered paid off and the client will not receive any requests from Mammon. However, there are different end results for this option. If the client possesses at least 15 class levels or HD, he will grow more in wealth as his death from old age approaches, thereby increasing the chance that the wealth left over after his death causes more greed. Conversely, a client with fewer 15 class levels or HD quickly become destitute (within 3d6 months), his money disap-

pearing (and possibly magically transported to Minauros). In either case, upon his death, the client’s soul is consigned to the Third Perdition of Hell.

The effects of Infernal Usury can only be ended by an *atonement* cast by a 40th level, good-aligned cleric followed by a *quest*. This quest usually involves divesting oneself of the loan proceeds into a direction that has nothing to do with the client’s initial requests or interests, but simultaneously promoting holiness and freedom. Those under the quest must complete it within three months; failure indicates that the victim dies immediately, his soul taken to Minauros; the entirety of his loans and any works accomplished through the proceeds are also lost.

Lien (Ex): Mammon believes that all other beings are obsessed with ownership. This obsession is often due to the fact that such beings often see what others possess and then try to acquire such possessions themselves. Over the countless millennia, Mammon has found that if lesser creatures cannot see the desires of their hearts, they would soon forget about such things and move onto more important considerations. The Arch-Duke of Minauros will attempt to place a Lien on items, locations, and even individuals until such time as they can be safely released into a more mature environment.

Thrice per day as a standard action, Mammon can place a Lien on up to three items or individuals, or a single place, protecting them from all forms of detection, *scrying*, or tracking. Mammon need only be aware of the item in order to affect it. If Mammon has an official “right” to the individual (like a worshipper), place (a temple dedicated to him), or thing (an item he has owned at one point or one that a servant of his has taken in his name), he may effect his Lien from any distance and across planar boundaries. Such items, individuals, and locations do not receive a saving throw from the effect unless they are within the realm of a cosmic entity, deity, or a location not subject to cosmic or divine power (like areas within The Outlands and Sigil). Items, individuals, and locations in such areas or not officially tied to Mammon receive a saving throw; furthermore, such items must be within three miles of Mammon’s person. Living beings receive a Will save. Items either receive their own saving throw or, if they are in the possession of someone unwilling to part with them, they receive the individual’s save modifier. Locations receive a base save modifier of +20 plus 5 for every 100 square yards Mammon attempts to place a Lien. Mammon may affect up to three square miles of a location in this way. He seems to have no limit in size for sentient beings. Items exceeding 100 square feet are considered locations for the purpose of Mammon’s Lien. In all cases, the Will save is made against a DC 58.

If Mammon attempts to affect anything within a cosmic or divine realm, he must first succeed on a successful rank check against the entity concerned. Even if he succeeds, the object receives a save as described above. Locales that stunt cosmic or divine power also grant objects or persons within a save against Mammon’s power.

Mammon does have an upper limit on things on which he places a Lien. He may Lien up to 81 items, 27 beings, or three square miles of location. If Mammon ever places a Lien beyond his limit, he immediately must give another possession up within the same category. Possessions under a Lien are kept in a demiplane within

Minauros know as the Gilded Vault. The Gilded Vault can only be entered by Mammon's leave or through an extremely well worded *wish* (*miracles* and *Alter Reality* can also grant access); beings possessing divine or cosmic ranks cannot enter the Vault without Mammon's explicit allowance (Asmodeus is the only such being besides Mammon that can enter the Vault). Even if the Gilded Vault is breached, it is impossible to leave with anything without alerting Mammon of an attempted theft. Upon leaving the Vault, one finds oneself in the fortress Minauros; attempts can be made at this point to flee the Third Perdition as per usual. Mammon can enter the Vault at any time and he may pull anything from the vault that he chooses as a standard action. All items within the Vault are in stasis, so there is no damage or wear on them (sentient creatures are treated as if *imprisoned* as per the spell). Mammon often places elaborate traps on whatever is in the Vault, the most common being a unique form of *maze* that lasts for a year and a day on any that dares to touch an item under Lien (this *maze* can be escaped by means of an Intelligence check before then as per usual, but the DC is increased to 58).

Mammon is willing to release a Lien under a variety of arrangements, most which require some kind of tithe or sacrifice of a valuable. In most cases, after centuries have past and those interested in what was taken are either dead or have given up on looking, Mammon will end the Lien. He is under no obligation to do so nor is he required to return the item, person, or location to the place from which it was originally taken.

The Might of Hell (Su): Mammon's presence is so terrible that he can corrupt an entire area with but a thought. Thrice per day as a free action, Mammon may *unhallow* an area equal to 1350 feet (associated spell effects function as though caster level 54th).

Property of the State (Su): Mammon can demand that those before him relinquish their valuable possession on the spot. 3/day, Mammon can declare any one valuable on each and every being within 30 feet to be Property of the State if they fail Will saves against DC 58. Mammon must first succeed on a successful rank check to affect deities or cosmic entities of greater cosmic status. The victims will then deliver the item of Mammon's choosing to the Lord of the Third. Mammon can pick precisely which item he wants and can do with it as he pleases, including use it against its former owner. Any item so stolen by Mammon in this fashion allows Mammon to use it as a spell completion device even if the Lord of the Third does not possess the necessary caster levels; however, Mammon cannot necessarily use similar or identical items that he just happens to come across.

Spell-Like Abilities: At will – *animate dead*, *baleful polymorph*, *blasphemy*, *blur*, *charm monster*, *create greater undead*, *deeper darkness*, *delayed blast fireball*, *desecrate*, *detect chaos*, *detect good*, *detect magic*, *dominate monster*, *flamestrike*, *greater dispel magic*, *greater invisibility*, *greater teleport* (self plus 1,000 pounds only), *hallucinatory terrain*, *hold monster*, *magic circle against chaos*, *magic circle against good*, *mass hold monster*, *mirage arcana*, *persistent image*, *polymorph*, *power word stun*, *produce flame*, *pyrotechnics*, *read magic*, *restoration*, *resurrection*, *scrying*, *suggestion*, *symbol of pain*, *unhallow*, *unholy aura*, *unholy blight*, *wall of fire*; 9/day – *cheat*, *destruction*, *emotion*, *entice gift*, *fabricate*, *firestorm*, *greater restoration*, *guards and wards*, *knock*, *meteor swarm*, *phantasmal thief*, *sympa-*

thy, *true resurrection*, *vanish*; 6/day – *accursed*, *hellball*, *oppress*, *tyranny*; 3/day – *wish*. Caster level 54th, save DC 36 + spell level. Mammon also casts spells from the Greed Domain from the *Book of Vile Darkness*; these spells are included in the list above.

Avarice: *Avarice* is a thin blade of sparkling, white steel; its hilt is a length of silver and gold celestial bone. The pommel of the blade is sturdy and adorned with a lustrous, nameless black jewel of unknown quality. *Avarice* is a +6 *axiomatic*, *unholy dagger*.

Avarice seeks to steal the best qualities from those that feel its blade. First, *Avarice* maims its victims, robbing them of their health. All random damage *Avarice* deals is always doubled, the surplus replacing any lost hit points to Mammon (for instance, if he dealt 24 points of damage and an additional 28 points of sneak attack damage, the victim would suffer 48 + 56 points of damage and Mammon would be healed 52 points of damage). Second, *Avarice* drains 1d6 points from any ability score of Mammon's choosing on a successful critical hit; Mammon adds half the drain dealt (to a minimum of 1) to the appropriate ability score for the next six rounds.

Avarice cannot be disarmed or sundered and any such attempt always provokes an attack of opportunity.

Despite its powers, Mammon is loath to use *Avarice* as he is, in the end, a craven coward and uninterested in melee combat.

Greed's Breath: *Greed's Breath*, a +6 *unholy composite longbow of unerring accuracy*, is a curved length of iron forged with the subtle power of Hell. Most familiar with infernal lore believe that the iron was a gift from Dispatier himself during the centuries the Lords of the Second, Third, and Eighth were allied. Who forged it is anyone's guess, but most believe that the Princess of Hell may have at the very least commissioned the undertaking.

Greed's Breath has a pull equal to Mammon's Strength modifier. Furthermore, *Greed's Breath* generates its own arrows. Once an arrow finds or misses a target, it instantly disappears.

Greed's Breath automatically redistributes money from its targets to Mammon. Anything considered as currency by those struck by *Greed's Breath* is transported instantly to one of Mammon's deep treasuries after a successful critical hit. There is no save against this effect, but it only drains cash money carried on the target's person (including those hidden in extra-dimensional spaces, like a *bag of holding*). The amount taken is equal to the damage dealt x 5.

Mammon has been known to discontinue attacks on those who manage to live long enough after they have been drained of their coin. So far as the Lord of the Third is concerned, the poor and destitute are beneath his notice.

Possessions: As he is obsessed in making sure that everyone is equal in ownership, Mammon has taken upon himself to sequester all many of wealth from those that he believes have too much. From truly singular items to baubles that have no value to anyone but the person from whom it was taken, Mammon has a larger store of treasure than most greater gods and certainly more than any other Lord of the Nine save Asmodeus himself. The Arch-Duke of Minauros has access to every mundane and magical item (save artifacts) listed in the *Player's Handbook*, the *Dungeon Master's Guide*, and any other source allowed by the DM. Indeed, he likely has thousands of different copies of the same

items. Since Mammon did not procure these items personally, he probably cannot use many of them. It is clear to most that Mammon also has many minor and major artifacts, although he has taken pains to keep the identity of such things classified. Mammon has a very thorough ledger of each item, from whence it came, and what it can do.

In any case, Mammon is never without *Avarice*; he only carries *Greed's Breath* when he is conducting official business across Minauros (essentially, when he goes hunting).

Summoning Mammon

The summons of Mammon is an extravagant affair. The location of the summons must be in a place known for its current wealth. City treasuries and the vaults of the wealthiest rulers are preferred, but Mammon will not shirk at the dens of wealthy merchants or thieves' bosses. Each participant must be dressed in finery of silk, satin and lace; embroidery done with thread of gold or silver should likewise be in abundance. The floors and columns of the room used should be the finest marble and porphyry, and the ceiling should be a baroque affair of intricate murals broken by delicate filigree worked in the most expensive of metals. The room must be brightly lit so as to cause a glittering effect throughout. Creative invocants will use glass prisms to cause the light to twinkle and shimmer. Finally, while all other Lords can be summoned with silver, Mammon demands nothing less than platinum, the value of which is equivalent to the silver that would otherwise summon him. Mammon is certain not to respond to a summons if platinum is not used. Those summoning Mammon should note that they need not own the room to be used, nor the clothing or other ornamentation that is required. Indeed, canny supplicants will ensure that as little as possible of their own belongings are on hand throughout the ceremony.

The chief invocant must supply a single item of great worth – an item that the creature values above all else. It may be a weapon, or a piece of jewelry. It might be a title to land or a cherished family heirloom. Precisely what is largely irrelevant, although it must be of more than of simple “sentimental” value. The invocant can technically offer his own soul, although Mammon places a value on it of only 500 gold pieces per Hit Dice; this can place the invocant in the unpleasant position of having offered a less than worthy gift to entice the Lord of the Third. Any unworthy gift is transported to Mammon during the invocation before he decides whether to appear or not. There are more than a few tales of creatures that have sought an audience with Mammon and that have lost their souls without ever getting anything in return; the Lord of the Third rightly feels that those that summon him cannot truly value their immortal souls, and he is always open to further attempts to summon and deal with him in order to buy the soul back – the value of the soul generally increases tenfold or more in value in such situations.

The verbal components of the invocation required to summon Mammon comprise exactly twenty-seven stanzas; whether by chance or design, each stanza is located in a different location scattered across the mortal coil and the Realities Beyond. Furthermore, each stanza is actually a part of another Power's sacred texts, and the summoning of the Lord of the Third thus happens by stealing

a portion of each of those Powers' divine might.

Once each stanza has been read aloud, gold, silver, and other precious metals (along with any gems in the room) are torn from their places to mesh and coalesce into the form of Mammon in the midst of the room. He looks over the room with a glittering smile, weighing up the value of all that remains (the initial despoiling should account for no more than 18,000gp worth of materials); each round that the audience continues, he sends more of the wealth in the room to his Gilded Vault (3,000 gp allotments). Should Mammon believe that the invocant will not prove to be a worthy deal, he will generally delay proceedings long enough to take everything of value, even the clothes of the summoner and his underlings, before informing all present that he must leave to attend to “matters of state”, giving the invocants a chance to gather more wealth for next time.

While it seems that a meeting with Mammon is expensive – and it is – for those that plan well it can also be extremely profitable (at least while mortality continues). The founding fortunes of some of the wealthiest mortal families have been attributed, at least in part, to Mammon's “patronage”. Likewise, the sudden reversal of such economic good fortune has been laid at the feet of dealings with the Lord of the Third.

As the audience draws near its close, the gems and finery which sparkle over Mammon's great girth begin to dull and then disappear, as if the stars in the firmament were being whisked away. Thus he disappears by degrees, until not a red penny remains of his form. When he finally vanishes, his last act is to purloin the expensive architecture of the very room that he was summoned into; without the supporting pillars, the ceiling generally collapses in 1d3 rounds. Wise invocants prepare for such an eventuality by specially designing the room to be used to avoid such a fate, or merely staying within an easy dash of an exit. It is typical that the room in which Mammon was summoned to be completely empty of anything of value once the interaction is concluded.

BELIAL, Lord of the Fourth

The flames raged in a cacophonous din but they couldn't drown out the screams of the women. Such an inferno would normally draw a crowd, yet tonight those who frequented such places remained hidden from sight. The area about the old brothel was deserted, the roads silent. Save for six men, in whose eyes the blaze was reflected clearly. One stood apart from the others, closest to the flames. The fiery light illuminated the look of grim satisfaction on his face.

Brother Ficiant, local preceptor of the Order of Mercy, listened to the whores' cries for help as the fire devoured their flesh. The damnable wantons would no longer plague society with their carnal ways. No longer would they tug at the unholy desires of the decent men of town. He permitted himself a small smile at the fate of the unrighteous before he nodded to those behind him. In unison, they began to chant and undulate, performing the ritual that would send the damned souls into the furnaces of Hell to be cleansed of their sins.

A blast of flames exploded from the house, sending the brotherhood reeling. Ignoring the gasp and moans of his brethren, Ficiant pushed himself up on his elbows. The vision he saw caused him to gape. Even from so far away, he recognized the wings, the flawless form, the

unearthly beauty and grace. Although partially obscured by the smoke and debris, an angel hovered in the doorway of the burning brothel. In his arms, the angel cradled the charred, barely living body of a young prostitute, her face a grimace of pain. Ficiant struggled to focus on the being's face, to properly place the emotion he was seeing there. Was it condemnation? - Vengeance? Or did he spy satisfaction? - Pleasure? These that were punished were not women. They were unworthy wretches, cursed witches who beguiled man with their vile ways. Surely his actions were good and pure!

The angel's lips barely moved, but Ficiant heard every word inside his head. The holy being's voice was so pure and melodious, he felt lost in the words and their meaning. A sharp stabbing pain in his elbow - it was broken to be sure - reminded him of his situation. The angel had spoken; he expected a response. Helplessly, Ficiant tried to formulate what he hoped was an intelligent response.

"Holy One, what service may I offer you?" He tried to blink the blood and tears out of his eyes; if only he could see properly this wouldn't be so awkward.

Warmth and pleasure spread from his loins at the sound of that voice. "My daughters cried out to me in their suffering and anguish. And now I have answered the faint call of my faithful child. What is the meaning of this?"

Gasping for air, Ficiant tried to dissemble. "My lord? Your daughters? I thought them to be mere whores, debased creatures of sin and iniquity! How was I to know?" Oh, would he gain the mercy of this heavenly agent?

"By their actions they were named whores by you. By their inner-most thoughts they were named my daughters. Perhaps you look on the outside, but I look to the heart."

Ficiant's heart was pounding wildly: he thought it would burst from his chest. "No, my Lord, you misunderstand my intent. I wished to burn the sin from these women! I only wished to help their souls find the peace that all deserve! I only wished to make them worthy! Please, my Lord!"

"You will be judged, Brother Ficiant - by your own measure."

The angel was suddenly hovering over Ficiant. In spite of himself, Ficiant could not help but drink in the unearthly beauty that loomed above him. Silken flesh like the sun flowed over smooth muscles. Flaming wings fluttered in the night. A perfect face full of love and promise of incredible sensation gazed at him. The Brother of Mercy was all too aware of the celestial being's utter maleness, making his own shell seem crude and base. He trembled as the angel bent down to whisper in his ear, shamed and awed at his arousal by the contact. The being's eyes burned with white-hot flame as he proclaimed his sentence.

"Well done, my good and faithful son."

Master of Pains and Suffering

Healer 15/Rogue 10/Shadowbane Inquisitor 10

Large Outsider (Evil, Extraplanar, Fallen, Lawful)

Symbol: A black trident rising out of a lake of fire on a black, inverted triangle

Cosmic Rank: 13 (16 in Phlegethos)

Hit Dice: 57d8 + 10d6 + 10d10 + 770 (1386 hp)

Initiative: +20 (+16 Dex, +4 Improved Initiative)

Speed: 70 ft., fly 200 ft. (perfect)

Armor Class: 73 (-1 size, +20 deflection, +16 Dexterity, +19 natural, +9 profane), touch 54, flat-footed 73

Base Attack/Grapple: +60/+76

Attack: Pain's Pleasure +78 melee (2d6+25 plus 3d6 (fire)/x3 plus 9d6 (fire)); or spell +71 melee touch or +75 ranged touch.

Full Attack: Pain's Pleasure +78/+73/+68/+63 melee (2d6+25 plus 3d6 (fire)/x3 plus 9d6 (fire)); or spell +71 melee touch or +75 ranged touch.

Space/Reach: 10 ft. /10 ft.

Special Attacks: Aura of Hell, call devils, cleansing, crippling strike, Eternal Torment, Hell's Fire, Might of Hell, rebuke/command fire creatures 23/day, sacred stealth, smite, sneak attack +8d6, Soulfire, spell-like abilities, spells, Whispers of Pain and Passion.

Special Qualities: Absolute conviction, damage reduction 40/anarchic, epic, good and silver, darkvision 60 ft., Diabolical Decree, Diabolical Empowerment, Diabolical Prowess, effortless healing, evasion, fallen, healing hands, immunity to fire and poison, improved uncanny dodge, Infernal Nobility, Lord of the Nine, low-light vision, magic circle against good, merciless purity, Purifying Pain, regeneration 20, resistance to acid 40 and cold 40, righteous fervor, Supreme Sadist, spell resistance 69, trapfinding, trap sense +3, uncanny dodge.

Saves: Fort +50 (+54 vs petrification), Ref +56, Will +54 (+60 vs. mind affecting effects)

Abilities: Str 35, Dex 42, Con 30, Int 31, Wis 39, Cha 50

Skills: Appraise +20, Balance +47, Bluff +112, Climb +12 (+18 with ropes), Concentration +80, Diplomacy +118 (+116 with good beings, +124 with evil beings), Disguise +71 (+79 when acting in character), Escape Artist +71 (+77 with bindings), Gather Information +112, Heal +94, Hide +36, Intimidate +122 (+128 against evil beings), Jump +36, Knowledge (local [the Seven Heavens]) +30, Knowledge (local [the Nine Hells of Perdition]) +60, Knowledge (the planes) +30, Knowledge (religion) +80, Listen +59, Move Silently +81, Perform (dance) +71, Sense Motive +94, Sleight of Hand +29, Spellcraft +70, Spot +59, Tumble +71, Use Rope +71 (+77 with bindings).

Feats: Blind-Fight, Cleave, Combat Expertise, Corrupt Spell-like Ability^B, Dark Speech^B, Devoted Inquisitor, Divine Metamagic (Reach Spell), Extra Smite (x2), Flyby Attack, Force of Personality, Improved Combat Expertise, Improved Initiative, Improved Sunder, Improved Unarmed Strike, Pain Touch, Persuasive, Power Attack, Reach Spell, Sacred Healing*, Staggering Strike, Stunning Fist (19/day, save DC 77), Trustworthy, Violate Spell-like Ability.

*For the purposes of Eternal Torment, this feat has a save DC of 60.

Epic Feats: Epic Evil Brand^B, Epic Skill Focus (Bluff), Epic Skill Focus (Heal), Epic Skill Focus (Intimidate), Epic Smiting (x2).

Environment: Abriymoch, Phlegethos, Fourth of the Nine Hells of Perdition

Organization: Solitary (unique), quartet (Belial and three erinyes), or troupe (Belial, Fierana, Gazra and 16 hamatula)

Challenge Rating: 61

Treasure: Pain's Pleasure plus quintuple standard

Alignment: Lawful Evil

It is a common misconception that the Realms Above do not accept physical pain as part of concepts associated with holiness. Most would presume that complete health and wholeness are what the Sarim seek to provide exclusively to all that would follow in the paths of light. Yet, across the Realms Above, particularly in the Seven Heavens, there is the recognition that the need to struggle is often an essential aspect of recognizing the value of joy, freedom, justice, or any combination of the three. The need to struggle, to experience discomfort in pursuit of righteousness strengthens the soul and builds endurance of the spirit. It broadens the appreciation of what has been achieved and ensures that nothing is taken for granted. Pain is not experienced for its own sake and certainly not because pain is perceived as good in and of itself or to the delight of others. The pain is merely a by-product of the difficulty in training the body to exceed its accepted limitations. In the Realms Above, more so than any place in the Cosmos, the body is expected to be a servant to the soul and, in order for the soul to grow and become stronger in its holy conviction, the body must be made to move beyond what is often expected. Whether through fasting, rigorous exercise, or chastity, the carnal must be moved aside in order for the spiritual to extend into the Light From on High.

Thus, pain is a necessary component in those seeking to grow firmer in their resolve to goodness. In the end, however, the pain will disappear as the body learns to transcend its limitations and as the soul expands and assumes greater oneness with the body. Pain is the resistance of the carnal to the spiritual and for those who overcome that resistance, the soul *and* the body ultimately benefit.

It is for this reason that angels rarely directly get involved in the physical aspects of mortal existence. Having by and large transcended the carnal, angelic beings can scarcely comprehend the limitations that mortals accept in their own lives. Still, if gods can seek physical experiences despite their almost entirely spiritual natures, so too can angels. The vast majority of angels limit their carnal experiences to simply living among mortals, dining, exercising, and loving in a purely mortal sense. Those that experience the mortal way do so in order to better guide mortals on the path of righteousness. Unfortunately, there have been those who scoffed at mortals' weaknesses and needs. These angels, initially curious or perhaps even envious, took their first tentative steps into abuse and cruelty at the expense of mortals. Among the first such angels were those known as the Voyeurs. These angels, led by Semyaza and Azazel, looked on mortals as small, weak things beholden to their own fleshly lusts. For the Voyeurs, the desire was to force mortals to literally worship them, to become dependant upon them. As suddenly as the Voyeurs' perversions began they were ended when they were cast out of the Realms Above by the Celestial Hosts. Still, there remained others who still wished to know mortals and, by knowing them, control them. Chief among these was one of the greatest kerubim, Belial.

Belial was a powerful servant of the Virtues of Heaven, although he was not associated with any one in particular. Instead, he served as the greatest healer in the Heavens, granting knowledge and wisdom to other angels as they flew like motes of light across Creation, bringing relief and health to those infested with the darkness of the Depths Below. Belial was offered the status of seraph countless times, but always refused. He was

perceived as the most honorable and beautiful of the angels for his humility as he claimed that he could not in good consciousness abandon the mortal coil that relied on his healing hands. And indeed, Belial was beautiful even if he did not have the same powerful force of personality exhibited by Beelzebul; there were none as glorious to behold as Belial who was also known for his chasteness, for his only pleasure was said to be seeing the relief on the face of those to whom he brought peace. Cults dedicated to Belial blossomed across the mortal coil and even into the Realms Beyond themselves as mortals who had been touched by Belial sought to spread news of his pity and mercy to all that would hear. And, although Belial deplored such adoration, even the Seven Virtues could find little fault with the mortals who sought to recognize the kerubim that healed them. Belial was the silent hero, the friend to all, and among the most blessed of the Celestial Host. He was also the greatest liar and darkest threat to ever reside in Heaven.

It is not known when it occurred or how, but Belial was evil long before The Great Fall. To this date, not even Asha, the Virtue of Justice, knows how Belial managed to conceal his perversion from the rest of Heaven. It is now known that Belial's routine declines for advancement to seraph status as due to his desire not to be any closer to the Virtues than necessary, who – after a short period of time – would have quickly ascertained his true nature. Belial's nature was to bring pain and torment to all in Creation, but especially mortals. There is no doubt that Belial offered healing to mortals throughout the Cosmos and that he did indeed provide that healing. What healing he granted was only after he tortured those that depended on his mercy, on his gift. He would make them commit all manner of vile acts to be free of their afflictions. Yet this was but the pale beginnings of Belial's sins. The Lord of Light, as he was called in Heaven, sought to impose a strict guideline for living based upon his own ideals.

Mortals, to Belial, were little more than vermin. They were created to serve and nothing more. However, they could not serve properly if they were not forced to constrain themselves, to live precisely as Belial thought they should live. Mortals possessed too many freedoms, too many choices. Belial was not interested in creating perfect slaves, empty of their individuality, as Beelzebul was; rather, the Lord of Mercy wished to see mortals forced to abandon their wants, knowing what they have lost, and serving those greater than themselves. The best means to accomplish this was to constrain their carnal desires, to strip them of their ability to control their own bodies. Pain was the best means to accomplish this. Through suffering and torment, mortals would learn to do what they were bid. Through occasional treats of mercy and pleasure, mortals would be the well-behaved pets, currying to their master's desires for fear of pain. Belial represented an obscene twist on what the Realms Above taught about suffering. For Belial, suffering was as much the goal as the means, for the eternal threat of pain resulted in the kind of behavior he desired.

Perhaps most troubling of all, Belial equated pain with love. Love was an illusion as far as Belial was concerned, a weakness of dependency on others. Unlike Semyaza and the others who preceded him, Belial did not want mortals to depend on him as much as he wanted them to *fear* him. Sex, perhaps the most intimate aspect of carnal independence, became a tool, a weapon, for Belial to force mortals to do his bidding. The body

would be punished in the very same way it would be pleased for rape was just another form of power and Belial learned this well with his millions of victims prior to The Great Fall. There is no love, just obedience. There is no independence, just servitude. There is no Heaven, only Hell.

It is unclear at what point suspicions began to arise concerning Belial. It is now known that he had so thoroughly created dread in his victims that they would not ever divulge what they had experienced to their gods. While Belial was cautious not to oppress clerics and other divine servants, he knew that upon death, the memories of life would be purged from new petitioners, disappearing into repositories in the Realms Above or being devoured elsewhere across the Cosmos. The Virtue of Justice, Asha, became wary of Belial's growing legend and was beginning to investigate when the uprising started with Eblis and Beelzebul. Believing that he had nothing to lose, Belial joined with them, revealing his true nature. Arrogantly, Belial released his miserable slaves from their bonds of silence, allowing them to finally reveal the torment they had undergone. Belial hoped that his outburst would cow the Bastions of Righteousness. Instead, they redoubled the efforts of those angels that remained true and Belial soon found himself the personal target of the Celestial Hosts. He was seen finally in the correct light as a fiend and predator, anathema to all that is good and holy. When The Great Fall occurred, Belial fell the swiftest and the hardest, becoming the first to land in Hell due to the great weight of his evil.

Like the other leaders of the celestial insurrection, Belial was called to the fortress Malsheem in Nessus where he stood before Asmodeus, King of the Nine-fold Realm. There, Belial finally witnessed a being that could appreciate what he himself represented, a creature that could respect what he sought. Second only after Beelzebul, Belial knelt before The Overlord of Hell and was damned as a Duke of Perdition. Furthermore, Asmodeus offered Belial an opportunity to acquire even more power in the Fourth Perdition, suggesting that the environment would be to his liking even if he served under the original ruler of Phlegethos, Adrammelek.

Belial was not displeased with Asmodeus' suggestion. Phlegethos was more than to Belial's liking: it was the physical personification of all that he represented. Although Phlegethos was a place of intrigue and brutal sophistication, it was also the center of purification and punishment in Hell for here boiled the Lake of Fire and Brimstone. Here, all of what Belial sought to impose on mortals in life could be forced upon them in the afterlife. All he needed to do was eliminate a simple threat to realizing his perverse dreams: Adrammelek.

The original Lord of the Fourth had long since abandoned his purely Lawful Evil nature in favor of Neutral Evil in a desire to ascend into true divinity rather than remain subservient to the will of The Overlord. Unfortunately for Adrammelek, he could not serve two masters (namely, himself and Asmodeus) and the King of Hell could not tolerate a less than Lawful nature ruling one of his Perditions. The arrival of thousands of fallen angels was just what he needed to institute some adjustments to his fiefs and Belial would be a far more appropriate Lord of the Fourth. Thus, through Martinet, Asmodeus granted Belial with information and some of the resources he would need to lead a successful coup against Adrammelek. Belial revealed to the various devils of

Phlegethos the disease of Chaos that Adrammelek had allowed into his being and promised these devils a place in a new order if they would follow him. He promised sweet pleasure and greater adherence to law and order in the Fourth. Belial even laid bare his soul to reveal that he was telling the truth, a seeming sign of weakness to the politically savvy Dukes of Phlegethos. The Dukes, viewing Belial and his Fallen allies as easy prey for the future, agreed to aid him in destroying Adrammelek only if Belial faced the current Lord of the Fourth alone.

Before Adrammelek was aware of what had happened, he found himself without allies when Belial and his Fallen fell upon Abriymoch. Even as the Fallen decimated the few devils loyal to Adrammelek, Belial confronted the original Lord of the Fourth. Filled with newfound power from the depths of Nessus, the two did battle, one of the few such conflicts among cosmic entities in Hell. Belial quickly gained the upper hand and was prepared to slay Adrammelek when the wily hell-spawn fled for his life, never to be seen in Hell again. Belial retained the power he had received and was swiftly named the new Lord of the Fourth. When the Dukes of Hell emerged to demand their reward for their support, they received it. Belial never lied to the Dukes, but after dealing with Adrammelek for so long, their greed and their complacency blinded them to Belial's simple double-speak. Belial said that the pleasure in Hell was a new rule in Phlegethos in which pain and suffering would strengthen Perdition's cause. He ordered most of the Dukes cast into the Lake of Fire and Brimstone wherein they would suffer and burn until they became slaves to Belial's wants. Soon to be recognized as the Master of Pains and Suffering or the Dark Light of Hell, Belial granted Duke of Hell status to those Fallen who were bound to his will, eager to do anything to escape his punishments. His status in Phlegethos solidified; Belial was a Lord of the Nine.

Like his former leader Beelzebub, Belial hoped to expand his authority throughout Hell. He looked to both the Third and Fifth for possible incursions. Belial swiftly earned the enmity of both Mammon and Geryon and found himself forced to accept occasional aid from Beelzebub as a result to stave off the predations of both more experienced Lords. However, Belial proved as capable of taking what he delivered and revealed great talent as a general and diplomat, enough to convince Mammon to leave well enough alone for most of the eons preceding the *Dies Irae*. Such would not be the case with Geryon, against whom Belial would engage in a persistent, yet subtle, war.

Belial's desire to spread his oppressive nature across the mortal coil did not prove as successful as he would have liked. Belial found that any indication of his presence resulted in the immediate reaction of the Realms Above. Nevertheless, Belial oppressed many mortal worlds through pain and torment, fathering many children in the process. Among these offspring would be Fierana, whom he actually sired before The Great Fall. Although devoid of anything as pathetic as love for his daughter, in her Belial saw a great source of power, pleasure, and potential. One of a few made into Dukes of Hell, Fierana proved to be the only child of Belial that would become an arch-devil. The other children are relegated to positions of authority in Phlegethos, fearful of their father's power and knowing that at any time he may call them to service him and suffer his vile touch.

Belial is likely the most feared among the Lords of the

Nine. While Leviathan is the most hated, largely because it is obvious what he wants to do to the others (destroy them), none – not even Beelzebub – truly know what Belial is thinking. It is known that Belial seeks to oppress, that he wishes to torment others into servitude; simultaneously, Belial comes across as a constant friend, a shining light in the depths of Perdition. His beauty is such that all the other Lords, knowing full well the extent of his depravity, find it difficult to equate his evil with his appearance. Only Asmodeus has the ability to cow the Lords in such a manner, and that Belial should exhibit such ability engenders great fear. On the other hand, all Belial sees when he looks at his fellows are pressure points, orifices, and weak spots, areas ripe for his abuse and manipulation. Just as he is the most beautiful of the Lords to behold, he is also the most purely evil. Unlike Adrammelek and Sammael, who allowed too much Chaos into their beings, Belial's evil is composed not of Chaos but by his natural inclination to focus on the Evil aspect of his soul rather than the Lawful. Belial believes whole-heartedly in order and regulation; however, to the Dark Light, order comes after suffering.

Within Phlegethos, Belial is rarely seen beyond Abriymoch. Before the *Dies Irae*, Belial was regularly seen across the Perdition, rallying troops for incursions into the mortal coil or into Stygia. He often traveled to neutral locations to meet with his diabolical allies, Astarte, Beelzebub, and Moloch, to discuss new attempts to increase their holdings. Belial was steeped in intrigue almost as deeply as the Lord of the Flies. With the *Dies Irae*, this proclivity ceased. For reasons Belial has yet to discern, Asmodeus commanded that Fierana share the rulership of Phlegethos with him in order to retain his regency. Belial had no choice but to accept, but upon returning to the Fourth after the *Dies Irae*, he made it clear to his daughter – who did not receive greater power from Asmodeus despite her “promotion” – that he was still the true Lord of the Fourth. In order to reduce any further problems from his liege, though, Belial receded into the background of Phlegethos, allowing Fierana to take the spotlight and grow in political power. Even in this, Belial has found the means to increase his strength. There are many in the Fourth Hell that believe that Belial has fallen yet a second time; these fools do not realize that Fierana does nothing without Belial's leave for fear of the pain he will visit upon her. What is more, Belial can conduct his designs on the mortal coil with limited interruptions since he takes very little active role in the intricacies of the layer. Across the Cosmos, many have thought for centuries that Belial was dead and focused their attention on Fierana when signs would otherwise point to Belial. The Arch-Duke of Phlegethos can engage in all manner of torture, any retaliation directed against his daughter. Watching her in pain thrills Belial to no end; still, he is cautious with her as he knows that, eventually, Asmodeus' goal with her will be revealed.

Aside from Fierana, Belial has limited dealings with the rest of the Phlegothan court. While Fierana manages matters on the cosmic end of things, the governor of Abriymoch, Gazra, deals with the city and – to a limited degree – aspects of court. Belial is aware that Gazra has some sort of interest in Fierana beyond traditional lust but he is incapable of suspecting that the pit fiend is in love with the Arch-Devil of Passion. Of course, Belial dwells little on Gazra, even while knowing that the pit fiend hates and seeks to unseat him. Belial knows that when the time comes and Gazra attempts his coup, he

will not only fall, but he will never cease to die, existing in torment until the End of Days for his insolence.

Belial continues to maintain close ties with Beelzebub, the Lord of the Seventh. Belial is well aware of the spies that his former leader has scattered across Phlegethos and silently allows them to remain for the time being. Belial knows that in a war of intrigue he is no match for Beelzebub. However, he also knows that Beelzebub needs him a great deal more than ever before due to the fall of their allies, Astarte and Moloch. Belial rightfully assumes that Beelzebub would not use his spies to weaken Belial's control and that he would have no means of controlling Phlegethos through Fierana since she is so utterly dominated by her father. Belial views Beelzebub as a failure, but not to the same degree that he views Dispater, Mammon, and Mephistopheles as fools. To Belial, the devils true are impotent fools with no sense of vision and without the will to accept the pain necessary to take the necessary actions to rule. Yet, with the return of Leviathan to Stygia, Belial has been forced to consider a threat far different from that of either Mammon or the Fifth's former ruler, Geryon. With Leviathan, Belial suspects that he may well have a foe that could threaten him were he ever freed from his icy prison. Indeed, shortly after Leviathan's appointment as a Regent, Belial sent troops into Stygia to test the Prince's mettle. Not a one returned. To date, the two have only interacted when they have been called to Nessus. Lilith likewise views Belial as a foe, partially due to his association with Moloch, partially due to his desire to oppress the weak. While Belial wants to oppress creatures of any (or no) gender equally, Lilith has noticed that most of those that Belial tortures are women. While she has no love for women, her attitude is that males should suffer more. Belial views Lilith as ideal for domination, suspecting that she would have never returned to regency had he been the Fallen to have taken Malbolge; he is eager to test his theory. Aside from the Lords, the only other powerful diabolical figure with whom Belial has any dealings is Semyaza, the Arch-Devil of Sensuality. Belial craves after the Voyeur, hoping to take him and consume him. Belial has made many offers to Semyaza over the centuries in the form of lucrative deals to rule by his side in Phlegethos. Semyaza has wisely declined all offers (never in person) and remains as far from Phlegethos as possible despite his own cravings for Belial.

Like Dispater, Belial is heavily invested in the mortal coil. While Dispater wants to corrupt mortals by eroding their ethics, Belial wants to own their flesh, their physical being, and make them suffer in servitude. Much of this desire rests with Belial's hatred for the Realms Above and their divine allies who created mortals; however, as much rests with the fact that Belial loves to abuse those weaker than he. More than any other Lord, Belial has traveled to the mortal coil where he has brought untold misery to countless millions. It is for this reason that Belial likely has the most enemies beyond Hell. Chief among these are the Virtues of Heaven. All detest Belial to the last and seek to make him pay for his evil. Likewise do the Heralds of Holiness and the Defenders of Freedom loath Belial. Indeed, his greatest adversary among the Bastions of Holiness is probably Sanoi, the Holy Mother herself, as Belial is her clear opposite. While she champions freedom and love through physical pleasure, Belial seeks to oppress and damn those through physical torment. Belial has, for his

part, wisely avoided a direct confrontation with the Divine Feminine. Belial has enemies among the Scions of Anarchy and counts the apathetic Nether Fiends as foes. He likewise hates the demons of The Abyss; however, he has an unsaid competition with the Demon Prince of Shadows, Graz'zt. These two creatures of lust have likewise never met in person, but keep tabs on each other's conquests. It is believed that Graz'zt is slightly ahead of Belial in terms of personal accomplishments while the Lord of the Fourth has corrupted far more souls through association than the Dark Prince.

Belial is the most beautiful creature in Hell and one of the most beautiful beings in Creation. He appears as a tall, broad shouldered, slender but athletically built man with delicate facial features, high cheekbones, clean-shaven face, and large, burning-red eyes. His skin seems to be made from white flames, and a brilliant nimbus of orange flames surrounds his head, mimicking hair. Two pairs of great flaming wings burst from his back. Belial moves with a grace unsurpassed by most and speaks in a deep, lustful voice that is simultaneously pure and leaking with the greatest evil. The Lord of the Fourth dresses in black leather outfits that leave nothing to the imagination. He always carries *Pain's Promise*, his trident that he routinely stabs himself with to ensure that he never grows soft in accepting pain. It is rare to see Belial mad. Indeed, it is said that when Belial offers his warmest smile that the souls of Phlegethos will soon howl in anguish. Belial often smiles.

Combat

Belial has no qualms about entering combat; he does not fear pain and loves to prove his superiority over others, toying with them and eventually dominating them. He often begins combat by activating the adoration aspect of his Aura of Hell (a free action); he enjoys seeing creatures fighting over him, and so is not displeased should only a portion of the enemy succumb to the aura.

If the number of foes unaffected by the aura significantly outnumbers those who are affected, the Dark Light of Hell will move close enough to affect Sacred Healing on as many foes as possible, forcing them to save against his Eternal Torment power. Those who manage to save are targeted with attacks designed to inflict damage as quickly as possible and leave lingering pain, further boosting the Lord of the Fourth's efficacy. Rather than trying to lessen his own chances of being hit by means of Combat Expertise, Belial will instead Power Attack creatures with a lower armor class, coupled with judicious uses of smiting and blasts of Hell's Fire, aiming to deal more than 400 points of damage as quickly as possible so as to activate his shield as per Supreme Sadist.

Particularly strong foes can be assured of Belial using his Whispers of Pain and Passion on them, usually after he has first used the Might of Hell to put a *dimensional anchor* in effect in a 1,260 foot radius. His intent is to have all his foes helpless so that he can call in an assortment of devils, strip his foes of all clothes and gear, shackle them in the most humiliating positions possible, and then abuse them to demonstrate his power. It is not unusual for him to spend some time breaking more powerful foes, leaving them a shell of what they once were and markedly insane for what they have been put through, before offering them Soul Fire and a chance to

feel whole again by means of dominating others. At other times, he merely throws such captives into the Lake of Fire and Brimstone, denying their souls rest and condemning them to Hell.

Aura of Hell (Ex): Belial's Aura of Hell can affect all creatures within 900 feet of him, with a Will save DC 60 (DC 69 in Hell) allowed to negate the effects. Apart from the usual *Cower* and *Induce Fear* effects, Belial also has the option of an Adoration effect, as described below.

Adoration: Belial's celestial beauty causes beings affected to defend him from all harm to the best of their ability. They immediately attack anyone who attempts to harm Belial in their presence.

Call Devils (Sp): As a move equivalent action, Belial can *call devils*. Belial may *call*, up to nine times a day, a Duke of Hell, 9 pit fiends, or 18 or any lesser type of devil; devils so called have triple standard Hit Dice, to a maximum of 45 Hit Dice. Since these devils are *called*, they have the ability to *summon* other devils as their *Monster Manual* descriptions allow. Despite the fact that Belial is not a coward, he enjoys watching others writhing in misery and pain. As such, he is quick to *call devils* if he suffers more than 200 points of damage. Belial favors hamatulas due to the amount of blood their victims shed when struck. However, he will not hesitate to call on a pit fiend and a squad of cornugons if he is pressed. Finally, Belial has a mental link with his daughter, Fierana, and can *call* her once per week.

Diabolical Empowerment: Belial uses his Charisma modifier for all special abilities and special qualities involving a mental ability.

Eternal Torment (Ex): Belial retains his heavenly healing abilities, but they have been tainted by his sadism. When he casts any healing spell (or uses a spell-like ability or supernatural ability that mimics a healing spell), the target must also succeed on a Fortitude save against the spell or suffer a horrid wracking pain. The victim is rendered helpless for four minutes as they are doubled over in incredible agony, supernatural flames bursting from his pores and orifices. The burning flames blind the victim as per the *blindness* spell, and the victim is also considered *slowed* during the effect's duration. While this lasts, the victim is covered in white-hot flame that rejects healing attempts. Any such spells or effects cast on someone suffering from Eternal Torment cures no damage, instead dealing an amount of damage to the caster equal to what they would have otherwise healed.

Thereafter, every time the victim is threatened, he must make the save again or suffer the effect once more. This persists until the victim has made four consecutive successful saves. For the purpose of this ability, being threatened is defined as being forced to roll initiative, make an opposed skill check, or make a sudden out of combat save.

Belial cannot choose when Eternal Torment occurs; it happens every time he uses a healing spell, spell-like ability, or supernatural ability, including when healing himself.

Hell's Fire (Su): Belial may use Hell's Fire 23/day, a 10 ft. wide line of diabolical energy dealing 23d12 points of damage, up to 2000 feet away. Victims receive a Reflex save DC 60 for half damage. Belial's Hell's Fire appears as a line of scalding, red liquid surrounded by orange and yellow flames. The liquid is said to be his seed, although some insist that it is simply blood.

Infernal Nobility (Ex): As the Lord of the Fourth,

Belial has a status equivalent to that of the gods. Belial possesses a virtual divine rank of 13. While in Phlegethos (and anywhere else on Hell that Asmodeus allows), Belial functions as a greater god with a virtual divine rank of 16.

The Might of Hell (Su): Belial's presence is so terrible that he can corrupt an entire area with but a thought. Thrice per day as a free action, Belial may *unhallow* an area equal to 1260 feet (associated spell effects function as though caster level 51st).

Purifying Pain (Su): Belial may attack, harm, or order suicidal actions of those *charmed* or *dominated* by him without breaking the spell effect.

Soul Fire (Su): Those with the power and inclination – and desiring more power over others by means of pain and affliction – will seek out and summon the Dark Light of Hell. To such creatures (and often those with whom he beds), Belial offers the boon of the Soul Fire.

A creature under the influence of the Soul Fire gains the following benefits. First of all, she becomes exceptionally beautiful for her race (in game terms, her Charisma score gains a profane bonus sufficient to place her as if they had rolled an 18 for Charisma before adding racial modifiers; thus a human that had an initial score of 11 would gain a +7 profane bonus to Charisma, even if inherent bonuses and level bonuses to Charisma had raised her score above 11 before gaining the boon). She also becomes exceptionally cruel, willful, and able to intimidate others through threat of pain, gaining the benefits of the Epic Reputation feat even if she would not normally qualify for it (if she has already taken, or subsequently takes the feat, the benefits stack). She cannot be magically aged and never appears a day older than in her prime; indeed, the Soul Fire means that the creature no longer needs to eat or drink or even sleep (although if a spellcaster, she still requires eight hours of rest before preparing or regaining spells), and does not take penalties to ability scores as she ages (although she still dies when her time is up).

The Soul Fire must be fed, though, at least once every four days, a fact of which the summoner is most cognizant. It requires fuel, fuel in the form of pain. Those blessed with it tend to become both sadists and masochists, their attitudes becoming more and more like the Master they have taken. In each four-day period the beneficiary will harm themselves (by means of ritual cutting as part of prayers taught to them by Belial when Soul Fire is conferred) or others; each +1 part of the profane bonus to Charisma requires 4 hp damage to some other creature under the beneficiary's control (such as through magic or imprisonment, or simply through fear), or 8 hp damage if the beneficiary is instead harming herself. The beneficiary cannot be magically healed of this damage, and fast healing or regeneration likewise does not heal it; others harmed heal normally. To continue to gain the benefits of the Epic Reputation feat as well as no longer aging, needing to eat, drink or sleep requires psychological damage dealt to another creature of no less than 4 points of Wisdom (if you are using Sanity rules, 12 points of sanity damage). This is most easily done through emotional, sexual and physical abuse all combined into one. Each day that the beneficiary feeds the Soul Fire in this manner, her alignment shifts one point along the alignment axis towards Lawful Evil. Once the creature has become Lawful Evil, the Soul Fire consumes the last of her soul, and she remains a soulless husk, empty and yet devoted to that emptiness. Should

she, in that soulless state, cease to feed the Soul Fire for more than four days, her life immediately ends with no hope of resurrection under the hands of any save (possibly) an overpower.

A summoner can opt to increase the profane bonus to Charisma at the time of the granting of the Soul Fire boon; Belial can grant up to a +9 bonus in all, and can likewise increase the bonuses granted by Epic Reputation to up to +9. For each additional bonus granted the requirements in terms of feeding the Soul Fire double (note that two doublings equal a tripling and so forth). Thus a creature that was not satisfied with a +7 profane bonus to Charisma could increase that to +9, requiring that she also feed the Soul Fire by dealing 48 points of damage to other creatures, or 104 points of damage to herself (base bonus of +7, multiplied by 4, plus additional bonus of +1 multiplied by 8, and additional bonus of +1 multiplied by 12). Alternately, having Epic Reputation increase its benefits from +4 to +6 would require that she inflict Wisdom damage of 9 to another creature (or 27 points of sanity damage). Summoners that opt to increase the benefits in this way are also rewarded with the ability to cast the epic spell *tyranny* as a spell-like ability once per year.

A creature under the influence of Soul Fire feels hotter than usual for its race, and, if gazed upon under the effects of *true seeing*, appears to have flames of fire in place of eyes. Scholars suggest that the Soul Fire is a manifestation of the Lake of Fire and Brimstone within a creature; it certainly appears to embody the same principles. This much is true, though; for each creature that succumbs totally to the Soul Fire, Belial's power increases. It is no surprise to note that many of Belial's greatest dominators (see Chapter 3) are under the effect of the Soul Fire.

Spell-Like Abilities: At will – *animate dead, baleful polymorph, blasphemy, charm monster, continual flame, deeper darkness, delayed blast fireball, detect chaos, detect magic, dominate monster, flame strike, greater dispel magic, greater invisibility, greater teleport, magic circle against chaos, magic circle against good, mass hold monster, mirage arcana, persistent image, polymorph, power word stun, remove curse, remove disease, remove fear, restoration, resurrection, speak with dead, suggestion, symbol of pain, unhallow, unholy aura, unholy smite, wall of fire*; 9/day – *burning hands, destruction, fire elemental swarm, fire seeds, fire shield, firestorm, greater restoration, incendiary cloud, meteor swarm, produce flame, resist fire, true resurrection*; 6/day – *accursed, hellball, oppress, tyranny*; 3/day – *blade barrier, waves of fatigue, wish*; 1/day – *earthquake, greater restoration, mass charm monster, waves of exhaustion*. Caster level 51st; save DC 39 + spell level.

Belial also casts spells from the Fire Domain; these are included in the list above. He can command or rebuke creatures with the fire subtype (or turn/destroy creatures with the water subtype) up to 23/day. His turning check is 1d20 + 20, with turning damage at 2d6 + 51 + 20 (Belial is treated as a 51st level cleric for this ability).

Spells per day: Cleric: 6/9/9/7/6/5; Caster level 51st (caster level 52nd for spells with the Evil or Lawful descriptor); DC 33 + spell level. Spells typically prepared: 0 - *cure minor wounds* (x2), *mending*, *resistance* (x2); 1st - *cure light wounds* (x4), *deathwatch*^E (x2), *divine favor* (x2), *protection from chaos*^{D,L}; 2nd - *bull's strength*, *calm emotions*^D, *cure moderate wounds* (x2), *eagle's splendor*

(x2), resist energy (x2), spiritual weapon; 3rd – cure serious wounds, invisibility purge, magic circle against chaos^{DL}, mass lesser vigor^{CD}, masochism^{VD E}, sadism^{VD E}, wrack^{CD E}; 4th – assay resistance^{CA}, cure critical wounds (x2), damning darkness^{VD E}, order's wrath^{DL}, poison; 5th – blistering radiance^{CA}, dispel good^{DE}, greater vigor^{CA}, mass cure light wounds, true seeing, wall of stone.

Healer: 6/10/10/9/9/8/8/6/5; Caster level 55th, DC 39 + spell level. Spells typically prepared: 0 – cure minor wounds (x5), deathwatch; 1st – cure light wounds (x9), goodberry*; 2nd – cure moderate wounds (x4), delay poison, remove blindness/deafness, remove disease, lesser restoration (x4); 3rd – close wounds^M (x3), cure serious wounds (x3), neutralize poison, restoration, status; 4th – cure critical wounds (x3), death ward, freedom of movement, mass cure light wounds (x3), panacea^M; 5th – mass cure moderate wounds (x3), raise dead, revivify (x3), true seeing; 6th – greater restoration (x2), heal (x4), mass cure serious wounds, regenerate; 7th – mass cure critical wounds (x4), repulsion (x2); 8th – discern location (x2), mass heal (x3).

^{CA} Found in *Complete Arcane*

^{CD} Found in *Complete Divine*

^D Domain spell

^E Spell with the [Evil] descriptor

^L Spell with the [Lawful] descriptor

^M Found in *Miniatures Handbook*

^{VD} Found in *Book of Vile Darkness*

* Eternal Torment applies to those who eat any berries Belial has affected with *goodberry*

Supreme Sadist (Ex): Belial draws power from the suffering of others, eagerly seeking to cause more pain and suffering. The Lord of the Fourth receives a +1 bonus to his attacks for every 5 points of damage he has dealt to every creature within 60 feet of his person. For every creature within 60 feet of his person who is currently under the effects of a pain effect (whether one Belial has caused or not), Belial receives a +1 bonus to melee damage per spell level of the effect. These bonuses disappear if the creatures move more than 80 feet away from Belial, cure their hit point damage, end the pain effect, or die.

Furthermore, Belial is able to draw upon the pain he has inflicted to shield himself. For every 400 points of damage Belial deals, he may activate a personal force shield once per day. This shield absorbs up to 200 points of damage from all sources directed against Belial before collapsing. While the shield is active, Belial's regeneration rate is doubled. An aggressor dealing melee damage to the shield must succeed at a Fortitude save DC 60 or be disarmed and knocked prone as pain spasms through his limbs (a deity or cosmic entity is immune to this aspect except upon a successful opposed rank check). The shield is immune to negative energy damage, but takes double damage from positive energy such as *cure* or *heal* spells. Belial cannot adjust the shield to ignore attacks to which he is immune.

Whispers of Pain and Passion (Su): Belial knows how closely pain and pleasure are tied and he has the ability to blur that distinction in the minds of lesser creatures. Nine times per day Belial can Whisper to any and all beings within 400 feet of him, or within 400 feet of his remote sensing ability; a creature does not have to hear the Whisper to be affected, as the effect is communicated telepathically as well as verbally. Each creature that "hears" the Whisper feels racking pain across their bodies, growing worse as time goes on. This pain deals a

cumulative 4d6 points of damage each round that Belial continues the Whisper (a free action that prevents him nonetheless from further spellcasting or activities that have verbal requirements) and a cumulative –1 penalty on all checks and rolls. Thus a creature exposed to Belial's Whispers for four rounds would suffer, in the fourth round, 16d6 points of damage and a –4 penalty on all checks and rolls. Any creature within range of the Whispers can make a Fortitude save DC 60 to halve the damage and ignore the penalty for that round. Note that the damage caps at a maximum of 16d6 points of damage per round, and the penalty caps at a maximum of –9.

Belial's Whispers do more than inflict pain, however, for Belial's intent is far more insidious than to merely harm others physically. Each round that a creature is within range of the Whispers, it must also make a Will save DC 60, or believe that the pain it is experiencing is deserved. So strong does a creature feel this that it will actively try to resist being healed, and, if healed, will do all in its power to re-inflict the damage originally caused by the Whispers on itself. Failure of this Will save also means that the creature will no longer attempt to resist the affects of Whispers of Pain and Passion, suffering the full damage and penalties for each round within the effect.

A creature affected in this manner comes to experience pleasure from pain, both that it has experienced itself, as well as by harming others. It will seek out means to cow and dominate others in order to satisfy its newfound sadistic desires. Each day it feels compelled to inflict physical pain equal to the damage it took from Whispers of Pain and Passion, or psychological pain (in the form of Wisdom damage) equal to the total penalty inflicted by the Whispers (through torture, rapine, etc). In doing so, the creature feels fulfilled, experiencing a type of sexual pleasure, and granting the creature a morale bonus on all checks equal to the ongoing penalty from Whispers of Pain and Passion, as well as temporary hit points equal to the amount of hit points lost due to Whispers. This is the only way that the creature can feel whole, although a *miracle* followed by *remove curse*, *atonement* and *greater restoration* can end the effect, so long as the caster succeeds on a caster level check against DC 62.

Deities and cosmic entities are immune to the psychological aspects of Whispers of Pain and Passion except on a successful opposed rank check.

Pain's Pleasure: Belial carries this trident made of white-hot flame with him at all times. In addition to functioning as a +7 *trident of fiery blasting*, those struck by it must succeed at a Fortitude save DC 60 or suffer the effects of a *symbol of pain*. Those who strike Belial in melee suffer half of the damage they deal him. Damage dealing spells that harm Belial backlash against their caster for 1d4 per caster level.

Summoning Belial

In summoning Belial, the prerequisites are quite simple: pain and suffering in the name of the Lord of the Fourth, though he demands that this is done in a precise fashion. The room into which the Dark Light of Hell is summoned must bear the anguish of forty days and forty nights of torture and abuse, all at the hands of the chief invocant. The blood-stains on the walls should bear mute tribute to the lengths that he went to in order to perpetu-

ate order in his realm, and the depths to which he understands the need for pain and suffering to bring that order. The gibbets of dried, desiccated flesh hanging from hooks, pokers and other cruel implements should underscore the psychological and spiritual abuse that was perpetuated in that place. The cold stone floors must be carpeted with the still living, anguished bodies of those whom the invocant has proved his domination over; they must be commanded to say nothing throughout the process of bringing Belial to the Prime, with any infractions swiftly punished. Two thirds of them must be absolutely naked and chained or tied into place, their contortions used to create some of the required symbols and writings necessary for the summoning. The remainder of the slaves so used must be dressed in leather harnesses, masks, and similar perversely sexual clothing, and must be tied into place so that they are forced into almost engaging in perverse acts, whilst simultaneously restraining any of them from indulging any dark desires.

If the invocant is using a *summoning circle* it, along with the other sigils and diagrams necessary for the invocation, must be inscribed directly onto the flesh of the creatures underfoot; note that the diagrams must be freshly inscribed, and not merely tattoos or scars from previous invocations. At four points around the room an additional prisoner must be strung up, so that he (or she) is spread-eagled with his hands tied to feet, his face to the center of the room through his parted legs. A *symbol of pain* must be inscribed in the flesh upon each of these four prisoner's backs, and they must be gagged so as to prevent speech. Each gag should bear the infernal symbol representing obedience in speech. Note that each prisoner must be comely (at least Charisma 16), and of noble birth or high station. They should be outfitted with leather masks (including gags), gloves and boots, but nothing that conceals the loins and the humiliation of exposure.

Rare incenses are then sprinkled over the wounds that form the circles, sigils and symbols needed for the invocation, so that a fire is set in the flesh. As per the commands, the prisoners must restrain their cries, but whimpering behind clenched teeth is the symphony to which Belial arrives. The very center of the room, an area 16 feet in radius, erupts in white-hot flames that sear the souls of those prisoners in that part of the room, though it does not physically harm them. Even with commands to keep silent, they will almost certainly have no choice but to scream out in pain and anguish. In the midst of these flames, Belial coalesces, his mighty wings shimmering with a heat too terrible to imagine, and his beauty more scorching than that of the sun at noon. His very presence heightens any and every pain, always to the very threshold of unbearability, and somehow keeping every creature in the room from slipping over the edge into the relief of oblivion.

Belial spends the entire audience moving about, treading carefully so as to inflict as much pain as possible with each step, whilst still appearing to be the epitome of grace and poise. He will deliberately stop proceedings to physically and sexually abuse the four strung-up prisoners from time to time, with eyes that tell the invocant that he may be but a step from such a fate himself. He demands that the invocant likewise perform obscene acts to demonstrate the obedience instilled in the slaves present. If satisfied in the behavior and desires of the invocant, he will offer Soul's Fire as a boon. Rare indeed is the invocant who, having come to that point, does not take up the

offer.

Being who he is, Belial does not waste time "bargaining" with those he believes do not deserve his attentions. Instead, he will promptly restrain – either mundanely or magically – the invocant, violate him, inculcate in him a sense of worthlessness, and then leave him to determine what was done wrong. As many of those abused do, such an invocant will generally try the invocation again and again as soon as possible, either to succeed and gain the blessing, or at least to experience again the torment that has become the center of his life.

Belial leaves in a cloud of fire that rises suddenly towards the ceiling, before raining down in a scorching white liquid ash on the backs of those beneath, spraying them with his searing seed.

LEVIATHAN, Lord of the Fifth

The room was dark and silent. Outside, a heavy rain poured from the night sky and beat against the tiled roof above. Open windows let in the chill, vaporous air of the storm. Every now and then a flash of lightning crackled across the sky, to be answered in kind by a thunderous boom.

Phaeton knelt in the middle of the floor, his shoulders moving up and down slowly, his arms holding tightly to a still form. No sound escaped his lips, save for a keening that rose with each bolt of anger in the sky, and which ended with a strangled cry each time the thunder quieted. A dark stain was drying on his hands, across his forehead, through his clothing, and across the floor; the elf, normally so fastidious, did not notice and did not care.

Lightning flashed so close that it must have earthed itself just outside the window, drawing Phaeton's tear-streaked face up from that of the child he held. "Speak to me," he whispered. Thunder crashed again. "SPEAK TO ME!" he demanded in grief and a rage, shaking the body he held; it flopped about like a rag doll.

Slowly, Phaeton got to his feet, proceeding to drag the child quickly, purposefully towards one of the windows. Leaving the body momentarily, the grief-stricken elf tore a curtain from its place at the window, before kneeling again to hold the child. Using a corner of the material, he wiped blood from the little boy's face and neck. "Please," he sobbed, "please speak to me."

The creak of a floorboard across the room sounded out, stark against the silence, just a heartbeat before the storm's own cacophonous roar rang in Phaeton's ears. "Who is there?" he demanded in a sudden fear. Lightning struck once again; no one could be seen, and the elf began to turn back to his grief.

Another lightning flash, and Phaeton cried out in terror, for it revealed a monster immediately before him. Its overlarge head nonetheless seemed too small for its mouth, which bore too many teeth. Man-sized, it appeared hunched over; somehow emphasizing this apparent deformity were robes that appeared leached of all color, almost immaculate save for that they were damp, perhaps from the storm. A set of wings, obscured by the darkness and the robes, lay furled behind the creature. "Who are you?" Phaeton cried in a shrill voice, noting with horror the eldritch, greenish glow that came from the creature's hands and overlong fingers, and pulling the boy closer to him.

A disturbing gurgling sound came from the creature;

Phaeton realized after a moment that it was laughter.

"Must we go through this again?" it said from the midst of the darkness. Its voice sounded...wrong. Not exactly suited to the creature from whence it came. It was deep and ominous, and Phaeton unconsciously felt as if the creature had somehow moved behind him. Such a thing could not be, of course; the elf had his back now against the wall.

Nature's fireworks showed that the creature had not stirred from where it had appeared; Phaeton closed his eyes, and the silhouette of the creature remained burned behind his eyelids, though it started to fade back to welcome blackness. "Again?" he asked then, confused at the thing's response. After a moment of silence save for the rain outside, he turned back to the still body, new tears starting in his eyes.

"Your grief hangs heavy over you. It drags you down, like a millstone about your neck," the voice noted, and Phaeton felt small, insignificant. "Just like before."

"My son," the elf responded, holding the body out slightly towards the greenish glow that marked the position of the creature, a gesture suggesting both supplication and explanation. "He is lost to me." He blinked at tears. Before? The thought washed away under a new shower of tears. "He will not speak. Will not say the words." Phaeton shook his head, his grief a palpable fog that obscured all other thoughts.

"What words?"

"He should say...should say..." The elf looked blankly at the creature, illuminated once again against the room; it had moved so that it was right in front of him, staring back intently. "I can't remember!" he gasped, feeling as though he were drowning, caught in a mighty current and tossed about. "I can't remember! Something! He won't say it!" Phaeton blinked his gray-blue eyes to dislodge yet more tears, before wiping at his nose with his sleeve. The metallic smell of blood filled his nose, washing through him. "I can't remember," he mumbled once more. "Do you remember?"

"You wanted to forget," the creature responded. "I helped you forget." It brushed a long-fingered hand over Phaeton's forehead, and the elf gasped again.

The fog lifted momentarily, and he saw himself huddled over a small boy in a well-lit room. He was crying. Blood covered his hands, and filled the clothing of the boy. The boy's eyes were...open. Dimming. The little mouth opened. "I hurt, papa," the boy said in a weak voice. "I hurt."

"What..." Phaeton began. "What was...that was me. Who was the boy?" he demanded, his voice carrying the hard edge of anger and fear rising.

"Don't you remember?" the creature asked, sounding almost amused.

"I hurt. He won't say it. Not again." Phaeton drew in a shuddering breath. "Why won't my son speak to me?"

"He is not your son," the voice responded. "The one you hold. Your son is long dead. You hold another's son." Lightning illuminated a grin on the creature's face. "Just like before."

"What before?" the elf demanded. "I don't remember!"

The eldritch glowing hand reached out to touch his forehead again.

Like a flash of light, another memory returned. A fine night. Lamps well trimmed lighting the room. Phaeton dressed in his finery, his son sitting on a rocking-horse at one side of the room, watching as the elf pranced

about, flourishing his longsword in a martial dance. The boy's mouth hanging agape as Phaeton moved faster and faster. A stumble. A fall. An accident. The gleaming blade, lodged deep in the chest of his own flesh and blood. A rush of feet, before the elf cradled his son, blood splashing over him, onto his hands, and soaking the boy's clothes. "I'm sorry," Phaeton remembered himself saying. The boy opened his mouth again.

"I hurt, papa."

Lightning flashed, bringing the elf back to the present. With a howl of grief, he leaped to his feet, abandoning the child's body – the creature spoke truly, it was not his son. And, like a dam breaking, other memories streamed back. A score of children, held in the same way he had held his son that night. The creature, present after each such incident, asking "Don't you remember?" But he did. All of it. Every red-handed murder he had committed. One child after another, trying in vain to recapture the last precious moment with his own son. None of them spoke, though. None said the words.

"I told you I wanted to forget!" he roared, pulling at his bloody rapier and leveling it threateningly at the creature. "You said I would remember none of it!"

In the darkness, he nonetheless noted then a deeper shadow than the rest of the night. It was immense, and it engulfed the room, tied somehow to the creature before him. The elf sunk to his knees. "I want to forget," he begged.

"Just like before," the creature murmured.

"No! Not like before. I want to forget everything," Phaeton sobbed. "No dreams, no flashes, no nothing. I want to forget it all. Why can't I?"

"This world you live in...it works against your efforts. Though you try to forget, circumstances remind you, and then you hunger to experience the circumstances again." The creature paused, noting how its words were being received. "Of course, there is a place where you will be washed clean of both memory and guilt."

Phaeton's head raised then. "There is?" He shuffled forward on his knees, desperation driving him. "Take me there. Please. I hurt."

"Very well," said the creature, and it laid both hands on the elf's head.

Phaeton felt a rushing then, as if he were being pulled quickly through many waters. After a time he realized that he did indeed feel wet – soaking wet – but the blackness here was absolute, and the pressure on him immense. Something swam by him, and the elf recognized the creature again, grown somehow into immensity, and glowing eerily. It peered at him and spoke in his mind; the foundations of his sanity trembled. Somehow Phaeton could perceive that this was just an image, a shadow of something far greater; he saw in his mind's eye a creature encased in ice, frozen and unable to touch the world.

Here you will forget. The creature seemed to swim lazily about him. But there is something you must yet do.

What? Phaeton thought back.

Don't you remember?

A strange sensation burned in the elf's lungs, and recognition dawned.

Oh, yes, he thought. I must breathe.

The Prince of Stygia

Tekepath 30

Colossal Outsider (Abomination, Evil, Extraplanar,

Lawful)

Symbol: Many, but the best known and most recent is a black viper in a block of ice on a blue, inverted triangle.

Cosmic Rank: 13 (16 in Stygia)

Hit Dice: 48d8 + 30d4 + 1248 (1,752 hp)

Initiative: +6 (+6 Dexterity)

Speed: 120 ft., swim 120 ft., fly 250 ft. (perfect)

Armor Class: 78 (+6 Dex, -8 size, +46 natural, +15 deflection, +9 profane), touch 32, flat-footed 72

Base Attack/Grapple: +63/+100

Attack: Bite +76 melee (16d8+21); or spell (or psionic power) +76 melee touch or +61 ranged touch

Full Attack: Bite +76 melee (16d8+21), 2 claws +71 melee (12d6+10) and tail +71 melee (12d8+31); or spell (or psionic power) +76 melee touch or +61 ranged touch

Space/Reach: 90 ft. / 45 ft.

Special Attacks: Aura of Hell, *call devils*, Confer Ignorance, Hell's Fire, improved grab, the Might of Hell, psionic powers, spell-like abilities, Subvert the Senses, swallow whole

Special Qualities: Abomination traits, blindsight 500 ft., Damage reduction 40/anarchic, epic, good and silver (damage reduction 15/-), darkvision 60 ft., Diabolical Decree, Diabolical Empowerment, Diabolical Prowess, Eternal Traitor, Forget the Flesh, immunity to fire and poison, Imprisoned, Infernal Nobility, The Leviathan, Lord of the Nine, regeneration 32, resistance to acid 40 and cold 40, see in darkness, spell resistance 74, Strip the Memory, telepathy 1,000 ft.

Saves: Fort +57, Ref +47, Will +56

Abilities: Str 52, Dex 22, Con 42, Int 44, Wis 28, Cha 40

Skills: Appraise +17 (+25 with gems, +23 with sculptures), Balance +10, Bluff +108, Concentration +97, Craft (gemcutting) +95, Craft (sculpting) +60, Diplomacy +112 (+118 with evil creatures), Disable Device +57, Disguise +96 (+120* when acting in character), Escape Artist +47, Forgery +83, Gather Information +96, Hide +10, Intimidate +106 (+112 against evil creatures), Jump +49, Knowledge (arcana) +98, Knowledge (psionics) +98, Knowledge (religion) +98, Knowledge (the planes) +98, Listen +90, Move Silently +57, Psicraft +119, Search +68, Sense Motive +90, Sleight of Hand +54, Spellcraft +76 (+80 deciphering scrolls), Spot +90, Survival +39 (+47 on other planes), Swim +80, Tumble +36, Use Magic Device +56 (+62 using scrolls), Use Rope +6 (+12 when binding someone)

*Includes bonus from Eternal Traitor

Feats: Burrowing Power, Corrupt Spell-like Ability^B, Craft Universal Item, Dark Speech^B, Enlarge Power, Greater Psionic Endowment, Iron Will, Overchannel, Persuasive, Power Attack, Psionic Endowment, Psionic Meditation, Quicken Power, Skill Focus (Psicraft), Spell Focus (Enchantment)^B

Epic Feats: Craft Epic Universal Item, Epic Evil Brand^B, Epic Manifestation, Epic Psionic Endowment, Epic Psionic Focus (x2), Epic Skill Focus (Bluff), Epic Skill Focus (Psicraft), Epic Will, Focused Metapsionics (Quicken Power), Improved Metapsionics (x2), Multipower, Polyglot, Tenacious Magic (*unhallow*)

Environment: Stygia, Fifth of the Nine Hells of Perdition

Organization: Solitary

Challenge Rating: 62

Treasure: *The Diadem of Amnesia* plus quintuple standard

Alignment: Lawful Evil

Eternity. Infinity. Immensity. Who can hope to understand and know all that there is to know within the Cosmos? Who can fathom all that has been, all that is, and all that will be? A thousand thousand prime worlds, each with different laws, different expectations. A greeting in one tongue may be the cruelest of insults on the far side of a globe. A single step kills scores or more of tiny creatures; does that make the typical traveler a terrible murderer? Is there any action at all which is not a sin somewhere, someplace, sometime? It is too great for the mind to comprehend, and there are many, a great many, that recognize that there is simply too much to learn, and too much to consider, to even begin to attempt the task. Ignorance, therefore, is bliss.

Instead of trying to look at the bigger picture, the secret to the enjoyment of life is to work in smaller and smaller circles. Was the meat for sale at a local inn slaughtered in a humane manner? Surely that is something for the slaughterer to worry about, not the eater. Did children die in the depths of the world to mine the diamond adorning a finger? Let the mine operator examine his own soul; the jewelry should be worn untarnished and not worried about. And for the mine operator himself, should not the children be responsible for their own safety? Never mind the fact that they have been enslaved – the blame in that lies, obviously, with the parents. The finger-pointing and blame-shifting goes on and on, although all have dirtied their hands along the way. There is no foundation for evil in any creature's life; the river of sin merely flows on, whilst mortals cool their feet in it, pretending not to notice the stains left on the soul.

Some believe that there is a literal "River of Sin" somewhere in the Cosmos. If there is such a place it continues to be a subject of much debate. However, the learned know of the River Styx, the great cesspool of choking nightmares and forgotten dreams that flows eternally through the Depths Below. It is said that its headwaters are found in Stygia, the Fifth Perdition of Hell. Many believe that its foul power is strongest near the diabolical city of Tantlin where one can see a colossal iceberg thrice the size of the city. The few mortals that have passed near this iceberg hear echoes of long forgotten crimes they committed in their minds or else relive painful memories they thought they had long since escaped. Few dare go any closer to that green and black edifice than necessary; those that have say that one can travel for miles within the structure, navigating numerous slippery, freezing paths, caverns, and recesses that throb with pasts long forgotten, joys long eroded. All stories agree that those who do not yield to the overwhelming whispers in their minds and strive forward will eventually find themselves in the center of the iceberg. There a massive, almost opaque pillar of ice consumes the center of the monstrous, frozen floe. And within that pillar of ice is a dark smear, like a painful memory bruised on the soul. This colossal blur, this great welt at the center of the iceberg, is said to be Leviathan, the Prince of Stygia and Lord of the Fifth. And he cannot recall a time that ignorance has not been to his favor.

Chapter Nine: The Lords of the Nine

Leviathan is the master of exoneration through ignorance. He sees the moral struggles that all creatures face, and preaches to them the most simple of solutions: shift the blame, and ignore evidence to the contrary. Actively seek to put from the mind those thoughts that condemn, and avoid the difficult questions; they are someone else's responsibility. When faced with difficult situations, those who follow his philosophy will speak to their subordinates, saying, "Take care of it. I don't care how, and I don't want to know anything about it, so long as the problem is taken care of." Willful ignorance in the face of evil is a kind of orderly complacency that promotes forgetfulness, and he trusts that eventually all will forget his past 'indiscretions', most likely with a little help, and then his rulership will be absolute. This is true not only of Stygia (where he benefits from the ability to 'demote' loyal barregons who have come to know him too well back into nupperibos, thus washing away past memories as such creatures eventually return to the status of gate devils), but, he believes, of Perdition as a whole. Whole nations in the Prime already subscribe to this approach, using propaganda, fear, and works in darkness to hide the means used to create the ordered state. Those who try to stand up against such institutions are merely swept away by the dark undertow of government, which, having dirtied its hands, manages nonetheless to hide such evidence from the populace at large. In such places, only those at the top benefit from the system as they consume the rewards of this ignorance gluttonously. This pleases Leviathan immensely. There is no evil, he says, if it is not seen. Laws are there to benefit those under their yoke, and Leviathan sees himself as providing the ideal state, where all are prevented from disrupting order because they are kept from the knowledge of anything else. Since the beginning the Prince has been prepared to do whatever was necessary to create an ordered Hell and, with that accomplished, an ordered Cosmos. The consequences along the way may seem regrettable to some, but they are missing the bigger picture. Leviathan, the Lord of Oblivion, calls himself a patriot, championing the cause of order. *His* order.

Promoting such things, many have lost sight of Leviathan's *true* interest. The original and current Lord of the Fifth has a profound interest in souls and their memories. When the wicked first arrive in Phlegethos, their memories are burned from them in the Lake of Fire. These memories, though, are not lost, for such a thing smacks of inefficiency. At least some of these memories trickle further down in the Pit and find their way into the mighty Styx. Before his imprisonment, it was memories rather than souls on which Leviathan gorged; one might argue that the real purpose behind the Prince's imprisonment was not so much his traitorous intentions (of which Mephistopheles is arguably just as guilty) and the murder of Bensozia, but rather the fact that these memories were intended as a source of power for the King of Hell himself, and Leviathan – perhaps ignorant of this fact – was stealing it. Trapped within his icy jail, Leviathan hungers for the memory-laden waters of the Styx, but they are forever just out of his reach.

Some have suggested that Leviathan, with his gluttonous capitalization on the ignorance of others, has never been a true exemplar of Lawful Evil. Such creatures point to his close association with the River Styx, the lower planes-spanning waterway with its threefold sources, and which has an extremely strong undercurrent of pure evil (Neutral Evil), suggesting that the influence

of the Styx is greater on the current Lord of the Fifth than that of Hell itself. Likewise, Leviathan has taken water as one of his symbols, water which flows and changes constantly, more appropriate perhaps for a demon prince or even a scion of anarchy. What they do not understand is that water, when contained, is defined by the shape it has been contained within. The River Styx is contained by Stygia, and controlled by Leviathan and his loyal barregons, and it flows as the Lord of the Fifth commands. Unlike Sammael and Lilith, associates of Leviathan's since before the coming of Lucifer, Leviathan has never allowed himself to become tainted by Chaos or even Neutrality. Though he betrays the current order of Hell at every turn, there is nonetheless predictability in his actions; such actions have actually forced others among the Lords of the Nine to tighten their own rules and regulations in order to prevent Leviathan from lasting success in his plottings.

When Lucifer first appeared, Leviathan was already close to absolute power in Stygia. He had managed this feat by means of backstabblings, double-crossings and general underhanded conspiracies. Having seen first-hand the extent of Lucifer's power, when the Satan went through Stygia like a storm of light and terror, he did not hesitate to bow his knee to the new power in Hell; but even as he knelt and swore fealty, being raised to the position of Lord of the Fifth, Leviathan was already plotting how he might overthrow the Satan and thus come to rule all of Perdition. This attitude did not change with the coming of Asmodeus, whom he both admired and hated for the masterful coup that overthrew the Satan; on the one hand, he envied the brilliance with which all had been executed, but on the other hand... this new upstart had used tactics of which Leviathan was the undisputed master to steal the place which the Prince rightly deserved. Also chagrined that he had been kept from the conspiracy, when those less crafty (such as Mephistopheles) had been initiated into the secret combination, Leviathan immediately transferred his aspirations of usurpation to Asmodeus. Unlike several other Lords of the Nine, Leviathan does not underestimate the power of the current King of Hell, and believes that he is more powerful than he has been given credit for. While he has entertained the thought that Asmodeus and Lucifer might be the same creature, or at least allies that deliberately engineered the course-change in Hellish politics and power, generally he chooses to ignore such possibilities, believing that none but he could come up with such a cunning stratagem. Believing that if he could but find the secret to Asmodeus' power, Leviathan moved too quickly too soon, abducting the consort of Asmodeus, Bensozia, and interrogating her with the aid of Geryon, with whom he had entrusted more and more over the centuries. When the Queen of Hell was about to betray the ultimate secret in Hell, Duke Geryon blew his horn, and Leviathan realized his folly: he had placed too much trust in another being, and that trust had now been betrayed. In a cold rage and fear, Leviathan slew Bensozia, knowing that his fate was sealed if she were allowed to speak of all he had done. The truth was best hidden, and he began to consume the Queen's essence, already planning out how to do the same to Geryon and any other whom he did not trust. In truth, Leviathan was prepared to erase the existence of his entire court, and to let events there disappear forever, save for those half-truths he would need to use as an explanation to the King of Hell himself. Unfortunately for the Prince, Asmodeus ap-

peared at that moment, catching the Eternal Traitor red-handed. In an apparent fury, Asmodeus sealed Leviathan in an iceberg, stripped him of his Lordship, and exiled him to the deepest, darkest depths of the River Styx.

Curiously enough, these events only strengthened Leviathans' treacherous ways. Upon the exile of Geryon and Leviathan's reinstatement as Lord of the Fifth, his plotting continued more or less where it had left off. Furthermore, during his exile Leviathan arranged an alliance with Verrier, the greatest of the hellspawn, whom the Prince had assumed destroyed in battles with Lucifer, in which he gained the absolute loyalty of the barregon. Leviathan now openly declares that he will topple Asmodeus from the Serpent's Throne, and that he will consume the essences of the rest of the Lords of the Nine. He will then rewrite the history of Perdition so that all believe that he has ruled from eternity to eternity, with one Lord, not nine. This open defiance of the King of Hell and the *status quo* has alarmed even Mephistopheles, who is otherwise the most vocal Lord over his own claims to the Serpent's Throne. Though still confined to his iceberg, Leviathan's true isolation is political, not physical.

In some ways, Leviathan is similar to Beelzebub, although he would never admit as much. Like the Lord of the Flies, he sees an ideal Hell with himself at the helm – or more precisely, the Serpent's Throne. Like Beelzebub, he came to power in Hell through intrigue and conspiracy – though he did so eons before the current Lord of the Seventh Fell from Heaven. And like Beelzebub he has altered the annals of Hell to erase names and events so as to further his ultimate political ends. However, such alterations were not of his enemies and their exploits, but rather a systematic removal of almost all of his own past. Some things, like the events that led to Asmodeus stripping the Prince of his Lordship, remain; the ripples in the water from such actions could not be hidden. But other things, like his ancient names and his original form, have long since been hidden. Those who have been in Hell since the beginning – Mephistopheles, Dispaten and Verrier chief among them – are perhaps best qualified to speak of the Lord of Stygia. The records of Mephistopheles in particular suggest that Leviathan may have been only a minor player in Hell initially, but that through flattery, deception and conspiracy he grew in might until, when the war with Lucifer the Satan began, he was one of the mighty ones. Although all three of them have shared alliances with him in the past, only Verrier does so now, and that is borne of desperation. Ultimately, they know the value of his words, which are always chosen so that meanings can be shifted as the undercurrents of politics and power in Hell shift: Leviathan is the Eternal Traitor. It is no wonder, therefore, that the annals have been changed. To betray an ally, Leviathan first requires an ally, and as things stand he is in a very short supply of such things.

For his part, the Prince of Stygia (a title that he took to himself during his first stint as Lord of the Fifth, and that he has used ever since) has often remarked that with great power comes great responsibility. He recognizes that Mephistopheles' attempts to gain greater and greater knowledge, and the corruption of that knowledge into purposes that suit Hell, are useful, but ultimately a distraction from the task of truly ordering Hell into a cohesive state. Leviathan campaigns only irregularly against Mephistopheles, striving to put him off balance, seeking to steal and erase knowledge vital to the Lord of Loss'

cause; however, the true level of contempt that the Prince holds for Mephistopheles is seen in his having taken ice as a symbol, an act for which the Lord of the Eighth has never forgiven Leviathan. Bael, meanwhile, is a war-mongering fool to the Prince's mind, better suited to taking orders and fighting demons than to offer any vision for a unified, single Hell. Dispaten he views as cowardly, unwilling to take risks in the name of what he believes; the two otherwise operate somewhat similarly, a fact which Leviathan consistently tries to ignore. Belial and Beelzebub he hates, as he does all of the Fallen, for he believes that they represent a risk to his desires in Hell; though he has betrayed them many a time, the Lord of the Fifth still believes himself a champion of the devils true, and the maleficaraim in particular. He envies Beelzebub, and hates the Lord of Flies for that reason, greatly desiring to consume the Lord of the Seventh's powers and influences, controlling the ordered realm of Maladomini, and spring boarding from there into the rest of Hell. First, though, he knows that he needs to overrun a weaker realm; Phlegethos has long been a target. He believes that the Lake of Fire and Brimstone will grant him great strength in the form of newly formed lemures and, perhaps more importantly, nupperibos; simultaneously, he knows that his control of the Lake may grant him another Lordship: Avernus. Bael, facing continued *blood war* casualties, will come to rely on the Prince for more troops, eventually rescinding the mantle of Lordship to Leviathan. The Prince has grown mildly concerned with the Countess of Malbolge of late. Although she was reinstated as a Lord at the same time he was, Lilith – due to her freedom – has been quicker in reestablishing control over the entirety of her domain. Furthermore, Leviathan would rather that Lilith did not discover Verrier's continued existence as it could threaten his plans with Hell's Pawn should the two forge a new alliance. However, Leviathan knows that Verrier's hatred of the other Lords would make such an alliance unlikely and is doing all he can to ensure that Verrier would go to war with the Queen of Desolation if discovered. Leviathan would love little else but to consume Malbolge, valuing the ties between storms and water but has considered forging a temporary alliance with her to overthrow one of The Fallen.

Both Set and Sekolah have realms within Stygia, and both face almost constant encroachments (successful and attempted) from the current Lord of the Fifth. Sekolah in particular is alarmed at the fact that Leviathan is slowly but steadily "reclaiming" his godly realm, but can breathe a little easier in that Leviathan largely relies on his servant, Dagon, to do this. In treating with Set, Leviathan acts himself; the crafty deity is used to dealing with powerful entities, though, and his realm is quite different and far removed from the waters of the Styx where Leviathan's power runs deepest. Thus far, Leviathan's gains have been minimal at best; his purpose in both of these cases is borne of a desire to control the entire layer himself, as well as a petty attack on Asmodeus' decrees. For his part, Asmodeus has remained silent on the matter, which can be nothing less than disquieting for the two deities embroiled in the "conflict". Strangely enough, Leviathan has left Lestonises' realm alone at this stage, and even sends periodic envoys to the courts of the Winter Tyrant. In his own court, Leviathan has long since killed every official and courtier from the time of Geryon, and a good deal that survived from his original stint as Lord of the Fifth. Dukes Dagon and

Caarcinolaas are two of the few who remain; Leviathan periodically allows other courtiers to attempt to move up in the hierarchy, testing the cunning and mettle of his two greatest servants, whilst keeping them too occupied in looking over their own shoulders to even *think* of challenging him. In terms of Geryon himself, demoted to arch-devil status at the end of the *Dies Irae*, Leviathan continues to expend resources in order to attempt to find him, although the protections of Asmodeus himself have prevented the Prince of Stygia's efforts from being successful. Leviathan has come to suspect that another Lord of the Nine may be responsible along these lines although the truth has yet to occur to him, that his greatest enemy may be his most proximate enemy as well.

Outside of Hell, Leviathan maintains no known alliances; indeed, he has few enemies beyond Perdition either. Because his efforts have largely centered on events within the Pit, non-hellish entities generally ignore his presence. The exception to this is Behemoth, the Demon Prince of Gluttony, whom Leviathan hates with a passion. When Leviathan has set Hell under his heel, it is expected that his first attentions will be given to his demonic counterpart, believing that gluttonous souls – and memories – will be solely his own to consume. Legend has it that they have met in the past, but both have grown in power and stature since then; another meeting would be cataclysmic.

Prior to his imprisonment, Leviathan frequently changed his form as the situation demanded. Favorites were a 12-foot tall maleficarim with subtle fishlike features, including webbing between his claws and a fluke-like tail – his eyes were overlarge and never appeared to blink in that form – and a second form, the most immense of all the maleficarim, fully one hundred and eighty feet in length. In this form his head was lean and smooth, his glittering black eyes situated on either side of a bullet-shaped head. He lacked an external nose and ears, though he could both hear and smell incredibly well, and a smoke constantly issued from the nostrils set directly into his head. His wide mouth was filled with nine rows of razor-sharp teeth. His torso was almost humanoid in appearance, though covered in scales of black and gray, and two immense arms sprouted from his sides. His clawed hands were similar enough to those of a typical maleficarim, though they were webbed, like that of his smaller form. Leviathan lacked legs, his body resembling that of a large whale from below his torso to the end of his massive, spiked tail. While his physical appearance is now obscured due to his prison, it appears that Asmodeus has confined him to his colossal form. It is said that his immense mental and psionic powers are not at all restricted by his prison, and though the memories of the Styx are not accessible to him, there are few that come into contact with him that do not lose at least a part of themselves.

Those reputed to have met with the Lord of the Fifth account these things as no longer accurate of Leviathan, stating that he has changed. They suggest that past misdemeanors should be allowed to sink into the past and be forgotten, like water under a bridge.

Combat

Leviathan, being imprisoned, is unlikely to face anyone in combat. Such a combat would require the foes to either successfully summon him away from the harbor at

Tantlin, or else face him from within or upon the dark waters of the Styx. Leviathan, in such a situation, uses the benefits conferred by his Forget the Flesh ability to bring combat to his foes, calling a myriad of barregon for him to do his will. His opponents, on the other hand, do not have line of sight or effect to him, but obviously can enter combat with creatures controlled by the Prince.

To truly enter combat with Leviathan requires that he first be freed from his imprisonment. While an unlikely event, such a thing is possible. In such circumstances, Leviathan will always seek to fight in places where he has an edge – such as within the River Styx. Against foes he has determined are weak, such as those he recognizes do not have protection from his awesome mind-affecting powers, Leviathan utilizes his psionic powers to subdue foes before subjecting them to Confer Ignorance – preferably after swallowing them whole, as this does not count against his daily limit for that ability. More powerful foes may be targeted first by Subvert the Senses.

Leviathan ultimately tries to consume all foes, body, mind and soul.

Aura of Hell (Ex): Leviathan's aura can affect all creatures within 900 feet of him, with a Will save DC 60 allowed to negate the effect.

Call Devils (Sp): As a move equivalent action Leviathan can *call*, up to nine times a day, one Duke of Hell, 9 pit fiends, or 18 of any other sort of devil; devils so called have triple standard Hit Dice, to a maximum of 45 Hit Dice. Since these devils are *called*, they have the ability to *summon* other devils as their Monster Manual or template descriptions allow. Leviathan generally *calls* barregons to do his bidding, as they are the most loyal of his servants, and having them present bolsters his own combat effectiveness while he is imprisoned. He can *call devils* normally despite his imprisonment.

Confer Ignorance (Su): Five times per day as a free action, Leviathan can Confer Ignorance. A wave of smoke issues from his nostrils, and a flaming liquid pours from his mouth. If used underwater, the effect appears as an ink cloud instead. This fills five 50-foot cubes (the effect is shapable), obscuring sight within (20% miss chance within 5 feet, 50% miss chance beyond). Those caught in the effect are drained of 5000 experience points each round unless they succeed on a Will save DC 60, as the flaming liquid burns away memories. A successful save halves the XP damage. Confer Ignorance lasts for 9 rounds. The effect is static after the first round, but can be dispersed by magical winds (or magical currents) originating from a deity or cosmic entity that succeeds on a rank check versus the Prince.

Leviathan can consume these memories as a standard action (he must spend a standard action in each round that he desires to consume memories). Doing so allows him to steal one-fifth of the XP burnt away in memory loss; these experience points last up to one hour and can only be used in conjunction with psionic powers (including epic powers) in offsetting XP costs.

Diabolical Empowerment: The Prince of Stygia uses his Intelligence score in place of his Charisma score as a modifier for his special attacks and special qualities.

Eternal Traitor (Ex): Leviathan has been a traitor from the beginning. Like the water he has taken as his totem, he has always had the ability to change his form to fit the situation. This is similar to the effects of *alter self*, save that Leviathan can take on the aspect of any

creature he has seen or can imagine. Refer to *alter self* for further details on this ability; note that Leviathan retains his own natural armor class and natural attack damage in whatever form he takes.

The form that Leviathan takes is actually treated as his true form; *true seeing* and the like do not penetrate it, although a deity or cosmic entity with Know Secrets or similar abilities can determine that the creature is Leviathan with a successful rank check. Leviathan gains a +3 bonus on such a check.

Finally, Leviathan gains a +16 bonus on Disguise checks when using a form not recognized as one of his own.

Forget the Flesh (Ex): Trapped as he is, Leviathan nonetheless is not entirely prevented from acting. Firstly, any willing barregon can act as a vessel for his mind to act from. Leviathan does not actually leave his entrapped body, but he is able to treat the barregon as the starting point when determining line of effect and line of sight, using his own senses from that point. Barregons that have started their metamorphosis are never willing and cannot be “possessed” in this way. This requires concentration as a move-equivalent action in each round that Leviathan uses it, and the barregon’s own actions are subsumed by Leviathan’s. If a barregon used as a focal point for Leviathan is slain, the Prince of Stygia must make a Will save against a DC equal to the damage dealt to slay the barregon or be stunned for 1d4 rounds. A barregon that Leviathan is using as his vessel in this manner is immune to most forms of magical detection against beings that are possessed.

For powers of the telepathy discipline or the enchantment school, Leviathan is treated as having line of sight and effect from within the iceberg; his incredible telepathic powers coupled with the might bestowed upon him as a Lord of the Nine effectively give him typical senses even while he is locked away. Some of his special abilities can likewise be used normally despite his imprisonment; this has been noted in each case.

Hell’s Fire (Su): Leviathan may use Hell’s Fire 20/day, a ten-foot wide line of diabolical energy dealing 20d12 points of damage, up to 1,700 feet away. Victims caught in the blast may Reflex save DC 60 for half damage. Leviathan’s Hell’s Fire appears as a tsunami of black ice and liquid oblivion.

Imprisoned (Ex): Leviathan is encased in thick ice within which he cannot move. While so imprisoned, his Dexterity score is effectively 0 and he suffers all the associated effects with that condition. He uses his Intelligence modifier for any Initiative rolls he may have to make, as well as for ranged attacks with spell-like abilities, spells, psionic powers and similar effects. He cannot make physical attacks, and cannot be physically or magically attacked. The iceberg is immune to all known damage, and exists simultaneously on the ethereal and shadow planes where appropriate. Leviathan cannot use teleportative or *plane shift*-like spells, spell-like abilities, powers or psi-like abilities to move the iceberg from its location in the middle of the harbor at Tantlin; he can, however, still be *summoned* or *called* by means of powerful magic as per normal. On occasion, Leviathan finds himself temporarily freed from the prison of the iceberg when he is summoned; generally this is not the case, and such freedom always ends with the cessation of the summons. In the case of the Processions of Perdition, Leviathan never appears freed in even the smallest degree, but Asmodeus does allow him to take a smaller form within

the ice throughout such a summons.

Whilst imprisoned, Leviathan’s stats change as follows: Initiative: +17 (+6 Intelligence); Speed: 0 ft.; Armor Class: N/A; Attack: spell or psionic power +87 ranged touch; Space/Reach: 90 ft. / 0 ft.; Saves: Ref –; Abilities: Dex 0

Improved Grab (Ex): To use this ability, Leviathan must hit with his bite attack. He can then attempt to start a grapple as a free action without provoking an attack of opportunity. If he wins the grapple check, he establishes a hold and can try to swallow the foe the following round.

Infernal Nobility (Ex): As the Lord of the Fifth, Leviathan has a status equivalent to that of the gods. Leviathan possesses a cosmic rank of 13. While in Stygia (and anywhere else on Hell that Asmodeus allows), Leviathan functions as a greater god with a cosmic rank of 16.

The Leviathan (Ex): Though Leviathan can take on many forms his most recognized is that of a Colossal aquatic maleficaraim. His teeth are terrible round about, as those who have been swallowed whole can attest. His scales are his pride, so close and hard it is as if they were sealed with adamantine. When not imprisoned, a hellish glow emits from his mouth and eyes, whilst a deep, brooding vapor issues constantly from his nostrils.

Consequently, while in this form, he enjoys certain benefits. His bite is treated as one size larger, as if affected by the Improved Natural Attack feat. He possesses Damage Reduction 15/- and is immune to vorpal weaponry and similar effects. The clouds of vapor which are different to those specifically emitted when he Confers Ignorance, grant him partial concealment (20% miss chance).

In addition, it is said that Leviathan’s heart is a stone. He has a cosmic rank of 20 with respect to mind-affecting effects.

The Might of Hell (Su): Leviathan’s Might of Hell affects an area with a 1,440-foot radius (caster level 72nd, save DC 60). This functions normally despite his imprisonment.

Psionic Powers: Leviathan manifests powers as a 75th level Telepath. Power points/day: 513. Powers known: 1st—*attraction, conceal thoughts, crystal shard, empty mind, psionic charm*; 2nd—*brain lock, concussion blast, id insinuation, read thoughts*; 3rd—*dispel psionics, energy burst, false sensory input, telekinetic force*; 4th—*correspond, mindwipe, psionic modify memory, telekinetic maneuver*; 5th—*catapsi, mind probe, psychic crush, shatter mind blank*; 6th—*aura alteration, co-opt concentration, temporal acceleration*; 7th—*crisis of life, decerebrate, insanity*; 8th—*bend reality, mind seed, recall death*; 9th—*apopsi, assimilate, microcosm, psychic chi-surgery, reality revision*.

Spell-like Abilities: At will: *animate dead, baleful polymorph, blasphemy, charm monster^{EN}, deeper darkness, delayed blast fireball, detect chaos, detect good, detect magic, dominate monster^{EN}, flame strike, greater dispel magic, greater invisibility, greater teleport, magic circle against chaos, magic circle against good, mass hold monster^{EN}, mirage arcana, persistent image, polymorph, power word stun, restoration, resurrection, suggestion^{EN}, symbol of pain, unhallow, unholy aura, wall of fire*. 9/day: *command^{EN}, destruction, dominate person^{EN}, enthrall^{EN}, firestorm, geas/quest^{EN}, greater command^{EN}, greater restoration, mass suggestion^{EN}, meteor swarm, monstrous thrall^{CD EN}, true domination^{CD EN}, true resur-*

rection. 6/day: *accursed, hellball, oppress, tyranny*. 3/day: *damnation*^{EN}, *wish*. Caster level 72nd, save DC 36 + spell level, 37 + spell level for spells of the Enchantment school. Leviathan gains the granted power of the Domination domain.

^{CD} Found in *Complete Divine*.

^{EN} Spell from the Enchantment school.

Epic Psionic Powers: Leviathan can manifest an epic power up to nine times per day. Powers known: *greater epic psionic armor**, *long arm of the treacher*, *spell worm* (psionic)*, *Trojan curse*.

*As per *greater epic mage armor* and *spell worm*, except as epic psionic powers.

Strip the Memory (Ex): In order to perpetuate his own order (and ultimately to feed his immense hunger for souls and memories), Leviathan willingly offers aid to those who seek and summon him. Five times per day he (in person or through a barregon) can offer to Strip the Memory. He does this in one of two ways.

First of all, he can offer to Strip the Memory of another individual or individuals. This is typically done to cover the actions of the summoner or supplicant, such as to remove the memory from those who saw him murder an important official or the like. Leviathan can erase up to 5 hours of events from an individual's memory, or a total of 5 hours of events from any number of creatures, so long as it encompasses the same event. Thus a murder in the middle of a royal ball with 300 people would qualify for 1 minute of erasure for each person present at the time. Memories can be altered rather than erased if the supplicant wishes. Each creature so affected gets a Will save against DC 60 to avoid the alteration; this recurs daily until successful for five days. Affected creatures that successfully save are not aware that an attempt to alter their memories has been made. Where creatures have immunity to mind-affecting effects, whether mundane or magical, this can be breached by a successful rank check (they are treated as having divine or cosmic rank 0 for this purpose). Should the supplicant require a greater degree of memory manipulation, Leviathan can offer additional uses of Strip the Memory, but usually only does so if he is summoned additional times.

Secondly, Leviathan can Strip the Memory of the supplicant himself. In this case, Leviathan can maintain an ongoing link with the supplicant. The Prince first erases up to 5 separate events, of any length, from the supplicant's mind. The benefit of this, of course, is that no manner of magical investigation can detect these memories ever again; additionally, it acts as a universal *atonement* spell, also counting as having fulfilled a quest of some sort. For those who contact Leviathan specifically to find an easy way to atone, Strip the Memory is boon enough at this juncture.

Whether the first or second version of Strip the Memory is enacted, the supplicant moves one step towards Lawful Evil each time he benefits from the boon. Additionally, each week he takes a -3 penalty to Will saves, and must make a Will save DC 60 or be compelled to repeat the events stricken from either his own or others' minds. Such reenactments will not be exactly the same as the original event (such a thing may not be possible), but will have similar circumstances and repercussions. Note that the penalty on Will saves applies only against Leviathan and his servants.

The *atonement* effect, granted in the second version of Strip the Memory, continues its efficacy at Leviathan's option, allowing a supplicant to indulge in inappropriate

appetites (usually at the compulsion of this effect) and still appear, on the surface, to be on the right path. Leviathan often removes this benefit at the most damning of times, hoping to drive his clients to more desperate acts. A client who uses Strip the Memory five times or more automatically becomes Lawful Evil; when he dies, his soul is consigned to Stygia, where Leviathan consumes his soul and lingers over his memories.

Subvert the Senses (Su): Leviathan knows that the perceptions can be fooled, and that through such chicanery that a creature can come to be dominated. Five times per day, the Prince can Subvert the Senses. Any one creature that he can see can be targeted with a use of this ability, for which the creature is entitled to five saving throws against DC 60. With each failure, one of that creature's senses is repressed and replaced by perceptions directly controlled by Leviathan; the order of senses so affected is touch, sight, hearing, smell and taste. Because this is a direct manipulation of the creature's body, as opposed to merely an illusion, *true seeing* or similar does not counter the effect, nor does immunity to mind-influencing effects protect the creature. Once a creature's senses have been subverted, the effect can only be removed by a successful rank check followed by a successful caster level check against DC 71. Where a creature fails all or most of the saving throws, she may be totally unaware of the subversion of her senses and as such may not seek help in removing the effect. If all five senses are subverted, the creature is permanently helpless and will die of starvation, thirst, or exposure as appropriate. Leviathan can concentrate as a move action on a creature so subverted and effectively possess the creature, using spell-like abilities, manifesting powers, or using special abilities as he deems appropriate with the creature as a conduit. Concentration must continue each round or else the "possession" ends. This otherwise works as per the barregon possession effect of Forget the Flesh.

Subvert the Senses is a mind-affecting effect; Leviathan can penetrate mind-affecting immunity with a successful rank check. In this case, creatures with no Intelligence score are treated as having divine rank 0.

Swallow Whole (Ex): While in his colossal form, Leviathan can try to swallow a grabbed opponent of Huge size or smaller by making a successful grapple check. Once inside, the opponent takes 4d8+10 points of crushing damage and is exposed to a permanent confer ignorance effect (Will DC 60 half). A swallowed creature can cut its way out by dealing 50 points of damage to Leviathan's digestive tract (AC 72). Once the creature exits, muscular action closes the hole; another swallowed opponent must cut its own way out. Leviathan's gullet can hold 2 Huge, 8 Large, 32 Medium, 128 Small, or 512 Tiny or smaller creatures.

The Diadem of Amnesia: This fist-sized jewel, cut so that it does not gleam even in the brightest of lights, is the only item supposed to be on Leviathan's person in his icy prison. The *Diadem* is held in place in the middle of his forehead by a chain made of myriad links of gold, inlaid with ninety-nine pieces of black opal.

Those who make physical or mental contact with the bearer of the *Diadem* are stuck with a horrible mind-wiping affliction unless they succeed on a Will save DC 60. The victim immediately loses access to all special class abilities, skill ranks, feats, and racial abilities that require active effort (a drow would retain spell resistance, but not be capable of using spell-like abilities).

They may only apply one half of their base attack and save bonuses to appropriate rolls. They have no recollection of anything or anyone, and act as if *confused*. Those with natural immunity to mind-affecting effects are entitled to a rank check to determine whether a Will save is required, and are treated as Divine Rank 0 for this purpose. Magical or psionic immunity is stripped away on a successful opposed caster level check (the diadem is treated as a 72nd level caster).

A *wish* or *miracle* can restore a level's worth of special class abilities or skill points, one racial ability, or one feat. *Miracles* always require an experience point cost when used in this manner. Gods using divine abilities to heal may restore one of the above mentioned per two divine ranks per day, so long as they succeed on an opposed rank check.

After five weeks, the victim must make another Will save DC 60. If successful, the victim recovers completely within five days. If failed, the victim reverts to a first level commoner (or loses all class levels if the victim possesses racial HD) and retains no memory of his past life. For every unit of restoration mentioned above, the victim receives a +1 bonus on his final Will save. For every close friend who spends a week of time with the victim sharing memories, the victim gains a +2 bonus on his final Will save.

Summoning Leviathan

The summoning of Leviathan is generally done in response to a perceived need to erase memories of a particular event. The Prince tests the devotion of invocants by means of onerous requirements; note that while a successful invocants may be able to replicate the experience at a later date, it is often the case that written records of the specifics of summoning Leviathan are soon lost or erased.

The *magic circles* for the invocation must be carved into blocks of ice; these blocks must then be set so that they float within a pool or body of water at least 15 feet deep. Silver is still required for the sigils, though they cannot easily form a full circle; dusting should happen directly into the carved grooves of the symbols. As these symbols must retain their shape, the chief invocant must ensure that the room is sufficiently cold to prevent the ice blocks from melting even in the slightest.

To this place, the invocant must bring 15 humanoids whose minds have been wiped (suffering total amnesia is acceptable, so long as the invocant was responsible for the malady); these wretches should be placed so that they are standing or swimming over the innermost *magic circle*. Physical bonds cannot be used to hold them in place, and thus compulsion magicks are expected. The blank canvasses of their minds are needed to channel the third aspect of the incantation: a purely mental litany, complex and mind-numbing, and unable to be uttered aloud without causing the utterer to go insane. Only those willing can learn it; the chief invocant actually transmits the wording to the effectively mindless humanoids that form part of the circle, and these creatures forget the litany the instant that the invocation ends. Although no memory of the experience remains in the mind of humanoids used in the incantation in this manner, the body remembers after a fashion, being affected by a recurrent *frostbite* effect every new moon thereafter (Fort save DC 60 negates the effects, although a *heal* or

greater restoration spell will end the effect; if the creature is not tended to, each month she loses 1d4 points of Constitution after 24 hours of the frostbite, as well as 1d4 digits or a similar amount of degeneration to extremities. The frostbite disappears on its own after 24 hours).

A shadow, immense and brooding, appears in the water once the incantation is complete. A heavy weight descends on all in the area; cracks appear in walls and ceilings, though the ice remains intact, and the water begins to swirl as it forms a maelstrom. At the center of this, the tip of an iceberg is revealed, which then rises and engulfs the maelstrom. Though only the tip remains, the dim form of a creature can be seen within. At times, Leviathan is able to break his upper body free of the iceberg when he is summoned to the Prime; in such a case he generally appears in his non-colossal form, though his shadow is always too large for him. Most of the time, though, the iceberg remains intact, and Leviathan deals with potential clients either through an illusion or telepathically.

Leviathan is generally keen to offer to Strip the Memory of his clients, or of others at the clients behest. Being the eternal traitor, he loves to organize things so that his clients are eventually haunted by their own words and desires, twisted and changed from their original intent, but still strictly the same. He knows that his gifts will never bring true solace, but never mentions this fact – indeed, any issue that might work against him is conveniently ignored in the deliberations.

At the end of the audience, should Leviathan have managed allowed to treat with his clients partially freed, he draws himself up imperiously; whether partially freed or not, a fierce wind begins, howling through the room, and piercing to the very marrow with cold. The waters rise so that they reach well above Leviathan's head, black and inky; any creature that swallows any of this water suffers the same mind-wiping affliction as that bestowed by the *Diadem of Amnesia* (Fort save DC 60 negates). A successful Swim check (DC 25) allows the creature to ignore the chance of swallowing any water; creatures that do not have to breath at all are likewise unaffected. The waters recede back to their original levels then, Leviathan gone, so too the fifteen humanoids used in the *magic circle*.

The ice upon which the symbols for the *circles* were carved does not easily melt; indeed, it ignores 30 points of fire damage each round, before taking damage as if it had hardness 0 (against fire). Otherwise, it is treated as steel, allowing weapons, armor, and magic items to be formed from it. A magical item made of this Stygian ice increases spell DCs by 1 where the spell utilized in the item is from the school of Enchantment; this increase stacks with Spell Focus (enchantment) and similar. Any item created from the Stygian ice grants its wielder a +2 profane bonus on saves against mind-affecting effects. Any creature wearing or using such items automatically fails saves against mind-affecting effects when dealing with Leviathan or his servants.

LILITH, Lord of the Sixth

A flash of lightning illuminated the dimly lit room where Dunstan was reading by candlelight. The flame was barely flickering now, and he was growing tired. He looked up and listened wistfully to the pounding rain

outside. It had been on just such a night, over six years ago, that his wife had passed away, only days after giving birth to their daughter. He had retired from his career as an adventuring warrior then to take care of his child.

Another thunderclap shook Dunstan from his reverie. His candle blew out, plunging him into darkness. Yet, in the moment the lightning had lit the room, he saw his daughter walking towards his chair.

"Amaya?" he called out, "Is something the matter?" She had gone to sleep over an hour ago . . . the storm must have scared her, he reasoned. He rose from his chair and struggled to see in the gloom. He whirled around at the sound of his door creaking open. With another flash of lightning, Dunstan saw his daughter walk out into the downpour, paying him no heed.

Springing to his feet, Dunstan charged out after her but found it too dark to see. He yelled for her, then again, louder. Still there was no response. Lightning struck again, nearer to his house this time. In the blinding flash, he saw a shocking sight: dozens of children marching mindlessly through the town, all heading in the same direction.

Wide-eyed, Dunstan stumbled back into his house, pushing the wet hair from his face. He fumbled around until he could find and light his covered lantern then threw on a cloak and hurried back outside. Several other parents were outside now, calling for their children. "Come, this way!" Dunstan shouted over the din of the thunder and rain, motioning with his lantern, "They were all going this way!"

They continued calling their children's names as they caught up to the children. A small girl at the front of the procession stopped and turned. The other children did the same a moment later. Dunstan strode forward and held up his lantern, looking for his daughter, yet found himself drawn to the little girl. Even in the light, the girl was difficult to see. Her long, glossy black hair concealed most of her pale face, and her dark clothing seemed to draw on shadows. Her amber eyes, somehow serpentine, reflected in the light. Yet there was something familiar about her... Somehow, he knew her to be cause of this madness.

As the other parents strode forth to collect their children, Dunstan confronted the girl. "Who are you? Where's Amaya? What have you done to the children?" The girl smiled only slightly, but her mocking laugh could easily be heard over the rain. In an instant, all the children turned on the parents that tried to comfort them, scratching and biting. Some even drew knives they must have taken before they left their homes. Most adults tried to defend themselves without harming their children, though several were wounded and struck out in rage. Others fled, unable to fully comprehend what was happening.

Dunstan's eyes shot back and forth, trying to find his daughter amidst the confusion. He turned back to the shadowy girl. "What have you done with my daughter?" he demanded. She merely locked her snake-like eyes on his and smiled again. This was no little girl, he realized as impotent rage bubbled within him. Regardless, he threw a punch at her. Dunstan was once a warrior of no small skill; he knew that this girl – inhuman though she may be – could not dodge his attack from this range. Impossibly, she raised a single, pale arm and caught his fist in her small hand. Her grip was crushing and the incredulous Dunstan was tossed backwards, landing

hard on his back in the muddy street.

Just as he was trying to rise, he felt a stabbing pain in his thigh. Instinctively, the former warrior lashed out, backhanding the assailant away from him. He pulled a dagger from his leg and looked down to see his daughter's unconscious form a few feet away. Forgetting about the bewitched girl, he knelt down beside his child, laying a shaking hand on her tiny chest. She was still breathing! "Forgive me, Amaya!" he cried, tears joining the rain on his face as he cradled her in his arms. What would your mother think of his madness if she were alive today? Dunstan thought as he looked around his village in increasing horror.

"Who says she isn't?" intoned a soft voice behind him. Turning, he looked up and saw the smiling face of his beloved wife. A mixture of shock and awe could not stop him from reaching out to touch her face . . . which was replaced by another, her smile now bearing fangs, her once-kind eyes now glowing amber. Dunstan pushed himself back as the stunning woman glided towards him. Despite her unholy qualities, she was taller and more beautiful than any he had seen. Her perfectly proportioned body and flawless white skin was covered only by the rivulets of rain and long, silken black hair. She leaned down towards him. Transfixed, it took Dunstan a few moments to realize that the woman had picked up Amaya. Holding the girl to her breast, the woman spread large wings, covered with glossy black feathers like those of a raven. "This one shows promise", she said, running a snake-like tongue across her lips, "or will when it's older. I'll take good care of it." The woman laughed – no, she cackled. Even as the horrid sound filled Dunstan's mind, he watched in horror as the woman was replaced by a withered old crone. Flesh sagged from her bones and her breasts hung limply over her distended stomach. A rancid stench engulfed him as she laughed even louder, rising into the air as she did. She cast one last look at him with her blind eyes before she sped into the angry sky.

"No – no! Wait!" Dunstan screamed, returning to his senses. He struggled to his feet, vainly wiping the water from his face as he looked for his daughter and the woman. He could not see them against the rain pouring on his face. Desperately, he looked around. Some children were still locked in combat with their families. Others were pounding on doors or trying to break windows, attempting to get to the terrified people inside.

Then the ground began to tremble.

Everyone in the town fell to the ground. Buildings began to shake and then fall apart. Trees cracked and toppled, and the street began to splinter. The ground itself split asunder, forming a seemingly bottomless chasm which continued to grow, running through the entire length of the town. Dunstan turned to run, but knew escape was impossible. He fell into the yawning abyss, and a cry of terror was ripped from him as he fell. All around he saw others were falling: adults, children, and a cascade of stone and timber, the remnants of their houses, tumbling and bouncing against the jagged rocky walls. Dunstan heard scores of screaming voices, his own among them as he plummeted. Below, Dunstan could see no bottom to the pit, nothing but a faint red glow. He continued to fall for what seemed an eternity but he would not fall forever. A realization dawned: death would not await him at the end. The nightmare was just beginning.

The Countess of Malbolge

Druid 15/Wizard 5/Geomancer 10

Large Outsider (Abomination, Evil, Extraplanar, Lawful)

Symbol: A black bolt of lightning sundering a black mountain on a brick-red, inverted triangle.

Cosmic Rank: 14 (17 in Malbolge)

Hit Dice: 65d8 + 5d4 + 10d6 + 800 (1,400 hp)

Initiative: +17 (+13 Dexterity, +4 Improved Initiative)

Speed: 100 ft, fly 250 ft. (perfect)

Armor Class: 81 (+16 deflection, +13 Dexterity, +9 profane, -1 size, +34 natural), touch 47, flat-footed 68

Base Attack/Grapple: +65/+84

Attack: *Thunder's Voice* +85 melee (3d6+28 plus 3d6 sonic/19-20/x2 plus 6d6 sonic); or spell +79 melee touch or +77 ranged touch.

Full Attack: *Thunder's Voice* +85/+80/+75/+70 melee (3d6+28 plus 3d6 sonic/19-20/x2 plus 6d6 sonic); or spell +79 melee touch or +77 ranged touch.

Space/Reach: 10 ft. /10 ft.

Special Attacks: Aura of Hell, *call devils*, Corrupt Nature, Hell's Fire, Impotence, Might of Hell, Nature's Infernal Wrath, smite 1/day (+4 to attack, +74 damage), spell-like abilities, spells, The Profane Feminine

Special Qualities: Abomination traits, blindsight 500 ft., Damage reduction 40/anarchic, epic, good and silver, The Dark Goddess, Diabolical Decree, Diabolical Empowerment, Diabolical Prowess, divine immunities, immunity to fire and poison, Infernal Elemental-ist, ley lines, Locked Within the Gates, Lord of the Nine, nature sense, regeneration 20, resistance to acid 40 and cold 40, resist nature's lure, see in darkness, spell resistance 74, spell versatility, telepathy 1,000 ft., a thousand faces, timeless body, trackless step, venom immunity, wild empathy +31, wild shape (5/day), woodland stride

Saves: Fort +52, Ref +55, Will +58

Abilities: Str 40, Dex 36, Con 30, Int 37, Wis 43, Cha 43

Skills: Appraise +13 (+15 alchemical items, +15 forged items, +15 metal items), Balance +43, Bluff +71, Climb +35, Concentration +93, Craft (alchemy) +48, Craft (blacksmithing) +43, Craft (metalworking) +43, Diplomacy +79 (+85 with evil creatures), Disguise +36 (+40 when acting in character), Gather Information +65 (+71 in Hell), Handle Animal +51, Heal +71, Hide +43, Intimidate +60 (+66 against evil creatures), Jump +37, Knowledge (arcana) +91, Knowledge (geography) +53, Knowledge (history) +74, Knowledge (local [Hell]) +76, Knowledge (nature) +104, Knowledge (the planes) +89, Knowledge (religion) +94, Listen +61, Move Silently +43, Perform (dance) +21, Ride +37, Search +49, Sense Motive +91, Spellcraft +104, Spot +69, Survival +99 (+107 in above-ground natural environments, +105 on other planes, +103 to find or follow tracks, +103 to keep from getting lost), Tumble +43, Swim +35.

Feats: Born of the Three Thunders, Brew Potion, Combat Expertise, Corrupt Spell, Corrupt Spell-like Ability^B, Craft Magic Arms and Armor, Craft Wondrous Item, Dark Speech^B, Energy Admixture (electricity), Empower Spell, Eschew Materials, Explosive Spell, Fly-by Attack, Greater Spell Focus (evocation), Improved Initiative, Improved Sunder, Maximize Spell, Power Attack, Quicken Spell, Reach Spell, Scribe Scroll^B, Spell Focus (evocation).

Epic Feats: Craft Epic Magic Arms and Armor, Epic

Evil Brand^B, Epic Spellcasting, Epic Spell Focus (evocation), Epic Sunder, Improved Spell Capacity (10th), Improved Spell Capacity (11th), Improved Spell Capacity (12th), Improved Spell Capacity (13th), Intensify Spell.

Environment: Malbolge, the Sixth of the Nine Hells of Perdition

Organization: Solitary (Unique)

Challenge Rating: 62

Treasure: *Thunder's Voice*, *The Scouring Stone* plus quintuple standard

Alignment: Lawful Evil

Among mortals, there are few gifts more precious than the birth of a child. The creation of a child, across most mortal cultures, is the manner in which mortals reveal their own creative power, their own divinity. Even among the more brutal mortals, the birth of a child guarantees the continuation of the species, the promise of a new tomorrow. Children are the future and, in some ways, a harkening to the past. Among more beneficent cultures, child-rearing requires that parents and society reflect on how they were raised to maturation, requiring those charged with protecting their offspring to consider the past from which they themselves emerged. So great are children perceived in many mortal societies that all but a few worship gods or call on celestial patrons to defend and protect them, to ensure their physical and spiritual growth and survival.

Innocent and without blemish, mortal children are clean slates upon which goodness can be stamped and shaped. They are naturally drawn to goodness and support, carelessly upholding the values championed by the Realms Above. It is said that in the Realms Above, angels sing when a new child is born. To angels and gods of righteousness, children reflect the rightness of the path mortals naturally take as they attempt to achieve that which is right in their lives. It is only as mortals grow, only as they are exposed to cruelty, carnality, vice, and death that the innocence of childhood is overthrown and, for the unfortunate, shattered. The Realms Above deplore the manner in which the natural path is corrupted due to the machinations of not just misguided mortals, but also by the denizens of the Depths Below.

In the Depths Below, children are viewed in various ways, none of them remotely decent. There are countless creatures of evil that value the pure, smooth flesh of children, the pristine nature of their blood and souls. The demons of The Abyss crave this innocence, delighting in ravaging the unsoiled light children represent. Daemons enjoy leeching the life and vitality from children, finding the young a threat to the apathy and selfishness the Wastes represent. However, in the Nine Hells, children often mean hope, a concept that has no place in the Pit, for it can lead to a desire to cast off Perdition's yoke. Children are worthless and useless until they are old enough to be mercilessly programmed by cold logic and scalding irons. At best, children are tools in Hell, ripe to be used to extort, intimidate, or threaten. The Hells seek to overthrow the current order, the natural order, in which children currently exist. They hope to replace the weakness and foolishness of this paradigm in favor of their own that will naturally lead mortals down a path accepting oppression and tyranny. There are no devils in Hell more dedicated to the establishment of this new

order than the Lord of the Sixth – Lilith, the Countess of Malbolge.

Lilith is one of the original Lords of Perdition and, some say, even more ancient than Mephistopheles and Dispaten (a claim hotly contested by both Lords). In texts older than most current pantheons, her name can be found associated with the domination of the winds and earth, symbols of the male and female. Storms and ravaging winds were said to be signs of her approach and her will. In these ancient times, Lilith was the most recognized Lord in the mortal coil, the mistress of destruction and sterility, a foul irony given the traditional ideas of the sacred feminine. In the mortal coil, Lilith discovered what she believed could be the source of ultimate power: Nature. Of all the aspects of the mortal coil, Nature was among those most difficult for the Powers of Hell to dominate. Free and not dedicated to anything other than the perpetuation of life and balance, Nature was possibly the greatest threat to Perdition's desires in the material plane. While the other ancient Lords believe that dominating the mortal soul would grant them eventually power over Nature, Lilith believed that Nature itself needed to be enslaved, needed to be reconstituted under the will of Hell. After all, mortals are dependent upon Nature, in a sense enslaved to it. Men cannot birth children and women cannot provide the seed to fertilize their own eggs. Children need the support and guidance of their parents to survive and grow. If these aspects of Nature were overthrown and dictated by Lilith, her command over the mortal coil would be unsurpassed.

Lilith's presence in the mortal coil in the Days of Antiquity and during the Dawn of the Gods was said to have been one of the reasons that men were driven to dominate women. In nature, male and female – although serving different responsibilities and abilities – co-existed in balance. They constituted two parts of one whole. Lilith sought to overthrow that balance; taking one aspect and making it dominant over the other. Lilith, the only "female" among the Lords of the Nine in the ancient days, selected women. Having been a slave to Lucifer the Satan since his establishment of the Hierarchy of Hell, Lilith thought it to be amusing and appropriate if among mortals the reverse were true. She had no special love for women beyond men, but believed that in establishing a new ordering she would lay the foundations for more expansive changes in the future. Across the Cosmos, the first witches dedicated to tyranny and oppression emerged. They enslaved men and murdered their own children in order to redress what they claimed were shackles to their own powers and station. Men were useful only as objects of reproduction and manual labor. They were relegated to a station barely greater than that of beasts of burden. Children became no longer viewed as blessings, but as potential slaves or servants of Lilith; their numbers were regulated in order to ensure the appropriate ration of men to women and reduce the need to tend to their care any more than necessary. In short order, and with help not from the Realms Above but from Agents of Balance and the Scions of Anarchy, mortal males overcame these oppressive times. Unfortunately for many female cults across the Cosmos dedicated to mutual respect of both genders, the backlash was such that women became viewed as less than men and children the responsibility of the "weaker sex."

In spite of setbacks such as these, Lilith continued to corral Nature to her will. In her attempt to better understand and react against the free range Nature represented,

Lilith began to abandon her Lawful core. Initially disgusted by the infection of Chaos, Lilith quickly reaped the benefits of not only an expanded worshipper base, but more direct control over matter; she also rationalized that her Neutral Evil nature would last just long enough for her to realize her conquest. She birthed her greatest number of monstrosities during this time, including her best known child, Amdusias, and possibly even the first lamias. She gathered to her powerful priests, one of the greatest being Lamatsu, one of the first two vampires. Lilith leeched the material plane of its energy, its vitality, corrupting it with her need to control and regulate. The mortal coil suffered immeasurably, so much so that eventually the gods themselves were forced to put aside their petty concerns to deal with the Dark Goddess directly.

Lilith's predations in the mortal coil eventually drew the ire of various divine pantheons. Her dogma was so pervasive that it adversely impacted the worshipper base of evil and neutral gods. Thus, while the Bastions of Righteousness turned their attentions to Lucifer the Satan, the powers of Nature and the forces of divine darkness looked to cast Lilith down. Unlike Lucifer, who was overthrown by Asmodeus rather than by the Celestial Hosts, Lilith was not overthrown but was brutally driven back by Agents of Balance, servants of Nature, and evil gods. Her power was only curtailed, not broken, and she continued to plague the mortal coil in a less overwhelming capacity. Lilith was as adaptable as the Nature she sought to command, changing her tactics as needed. She took on mortal guise and, with her erinyes servants, descended into the mortal coil to mate with and murder powerful men, setting their offspring up in positions of power. She would nurse the children of those who stood in her way, poisoning or corrupting them with her milk. She stole into the demesnes of gods and cosmic entities alike, with whom she mated to create new monsters under her control. She was on the precipice of divinity, prepared to cast off the command of her diabolical master, and assume her rightful place as the Dark Goddess of Desolation. She was known by at least 17 different names and in some cases was believed to have been the first mate to the earliest male mortals. So terrible was Lilith's impact in the mortal coil that many demon queens were greatly influenced by her. Lolth (whose name is suspiciously close to Lilith's), Babylona, Zugtmoy, and many others learned from Lilith's successes. It is even rumored that she established relations with The Dark Prince of The Abyss, Graz'zt and with Anthraxus, the Decayed of the Gray Wastes. However, the likes of The Abyss and the Wastes of Despair answered to none, while Lilith was compelled to answer to a new Overlord of Hell.

While Lucifer encouraged regular aggression and antagonism against the gods and their mortal charges, Asmodeus was far more subtle in his tyranny. He sought to avoid open conflict. He wished to rein in Lilith, whose frequent successes in the mortal coil continued to draw Hell's foes into the Nine-Fold Realm. However, this is simply a convenient story to conceal Asmodeus' true concern. In her quest to control nature, Lilith, like Adrammelak and Sammael, had allowed Chaos to infect her being. This being unacceptable to Hell, Asmodeus found it was necessary to curtail his wayward slave. *The Great Fall* was the perfect opportunity for Asmodeus to remove Lilith from her station. As Lilith continued to concentrate her efforts in the mortal coil, she paid little

attention to the on-goings in Hell. Her only ally and occasional lover, Sammael, found himself too occupied with observing the machinations of the recently arrived Fallen, Beelzebub, to be bothered to warn her of the celestial threat in Maladomini. While the Lord of the Flies ensnared Sammael in webs of intrigue, he sent Moloch, his brutal viceroy, into the Sixth. Of her various Dukes, only Amdusias and Aguares managed to survive Beelzebub's plots; the rest were either publicly executed or disappeared as Moloch's army swept across the mountains of Lilith's domain. Simultaneously, Beelzebub leaked information out to his former angelic allies about Lilith's depravities in the mortal coil. The Celestial Hosts and the various gods of Nature and even evil gods wasted no time in tracking down and destroying the thousands of cults Lilith had cultivated over the millennia. Finally recognizing that something was amiss, Lilith turned her attentions to Maladomini too late, finding herself alone and surrounded by Beelzebub's forces. Although the Arch-Devil of Pride did not arrive in person to deliver his ultimatum, Moloch did. If she hoped to survive, Lilith would have to accept the new order of the Fallen and serve as Moloch's slave and concubine. When she attempted to call on her power as a Lord-Regent to cast down Moloch, Lilith realized that Asmodeus had stripped her of her cosmic power. She was forced to accept Beelzebub's stipulations.

For countless millennia, Lilith chafed in obscurity under Moloch's rule. It was initially believed that Moloch did not destroy Lilith because he enjoyed forcing her to engage in acts of lust with him, forever reminding her of the power and authority she lost. In reality, Moloch was ordered to keep Lilith alive by Beelzebub (who did not want to give Asmodeus an excuse to grant Moloch regency over the Sixth – odd, considering that Asmodeus could do so if he wanted to even with Lilith still alive). While Moloch ruled Malbolge, Lilith's name all but disappeared from the minds of even the most informed sages and scholars. Indeed, the Realms Above and the Agents of Balance and Nature thought her dead like Adrammelek, and soon forgot about her. Lilith's many aliases were either forgotten or were adopted by other cosmic entities and gods. Yet, Lilith found the means to adapt and survive in spite of her new station. Slowly and secretly, she stole into the mortal coil on occasion, growing new cults. Unlike before, however, Lilith instituted strict, orderly guidelines for her new servants and limited her areas of influence. Cults associated with oppressed women, women who viewed children as shackles placed on them by men, women who sought to reverse what they perceived as the natural order (male dominance), and those interested in power flocked to cults that worshipped the Hag, the Harlot, or the Waif, all aspects of the corrupt side of nature, life, and destruction. Unknown to most, all of these cults were controlled and empowered by Lilith herself. Although nowhere near as prolific as they once were, these cults would sow the seeds for the future as Lilith waited for the proper opportunity to regain her former station. The *Dies Irae* would be that time.

When the Days of Wrath came to a head and the Lords were forced to submit to Asmodeus, Lilith whispered defiance in Moloch's ears, encouraging him to disrespect Asmodeus. This Moloch did and Asmodeus, with grim amusement, banished the Twice Fallen from Hell. As a reward for her efforts, and believing that she learned her lesson, Asmodeus reinstated Lilith as the

Lord of the Sixth. Since that time, Lilith has traveled throughout Malbolge, personally destroying all those that helped overthrow her even as she redoubled her efforts to rebuild her cult presence in the mortal coil. Now that her consolidation of power is almost complete, Lilith plans on completing her rise to divinity. Whether or not Asmodeus (who has been aware of her machinations the entire time) seeks to impede Lilith's progress is unclear, but if he does not, she may well become the first god among the lesser Lords of the Nine.

Since her return to power, many of Lilith's old foes have taken up arms to fight her once more. The various Agents of Balance stand in opposition to her, as do the various powers of Nature. Even the likes of Malar and other evil gods of Nature fear and oppose her, concerned that their own powerbase would be shattered if her goal to restructure Nature was successful. Among her greatest adversaries is the Defender of Freedom, Sanoi the Heavenly Mother. Sanoi has been recognized as the most powerful celestial dedicated to children and their defense. She despises Lilith and her heinous desire to murder or mistreat the young and does all she can to stymie her activities. Indeed, Sanoi would love nothing better than to meet Lilith in combat. Lilith has no fear of Sanoi but knows that a direct confrontation with her would likely draw the attention of her other enemies, which would probably result in her defeat.

In spite of, or perhaps due to, her successes in the Days of Antiquity, Lilith has few allies in or out of Hell. When they were both Lords of the Nine, Lilith and Sammael maintained something of a lover's bond (or as much as can exist between devils of their evil). When Sammael was forced to flee Hell and Lilith was ground under Moloch's heel, the two did not maintain any contact. Although Lilith has regained her power, she has been cautious with dealing directly with Sammael as she is concerned with Asmodeus' reprisal. Needless to say, Lilith continues to detest Moloch. If it were not due to her efforts to finalize her claim on Malbolge and her responsibilities to her witches, Lilith would have put a great deal of effort into tracking down and destroying the Twice Fallen. Moloch, for his part, destroys any and all witch covens he comes into contact with if he suspects that they are servants of the Queen of Desolation. Despite this show of bravado, Moloch is fearful of his fate should Lilith ever capture him.

Although she may be their precursor, there is no indication that Lilith shares any association with demons like Babylona, Lolth, or Zugtmoy. However, a growing minority of scholars do believe that the ancient rumors linking Lilith to Graz'zt may be true. It is known that a fair number of lamias hold Lilith in a regard almost as high as they hold Graz'zt, leading some to suspect that a union between Lilith and Graz'zt created the race. To what extent Lilith currently interacts with Graz'zt is unknown, although the dominant scholarly position is that she, once again a paragon of Law, perceives him as a threat to Hell's Hierarchy and her own thirst for dominion over Nature. An even more nebulous relationship is what she shares with Orcus, the Demon Prince of the Undead. Among devils, only the Scion-Emperor, Lixer, commands more respect from undead than Lilith. The Countess is revered largely by flesh eating and blood drinking undead, particularly wights and vampires. As mentioned earlier, one of the primal vampires, Lamatsu, was believed to have been one of Lilith's priests in the Days of Antiquity. Of course, such tales are of question-

able validity, but it is known that Lilith has routinely commanded her mortal servants to hunt down and destroy any trace of Orcus worshippers they can find. To date, Orcus has been slow to respond in kind to Lilith, but time will tell. Of Lamatsu, Lilith is believed to currently have limited dealings. The truth, however, is that Lilith plans on reclaiming her former servant once she has reestablished her rule in Malbolge. Of course, Lilith is no longer Neutral Evil, as she was when Lamatsu originally served her, and the Countess likely plans on “reeducating” the chaotic Mother of Vampires. What Lamatsu, nigh a cosmic entity in her own right, thinks of this – assuming she knows – is a mystery.

So far as Hell is concerned, Lilith again does not count many as allies. Lilith has gotten herself into a bitter, yet subtle conflict with the Duchess of Witchcraft, Rosier. In many ways, Rosier benefited from Lilith’s overthrow, taking aspects of the Dark Goddess’ original nature and warping them to fit her own attitudes regarding witches. Lilith has put some effort into leading Rosier into traps that have to date failed largely due to the attentiveness of Belial, Lord of the Fourth. It is likely that Lilith will one day abandon subtlety for direct action and will attempt to destroy Rosier; such an event would ensure a war between Phlegethos and Malbolge. Lilith, who hates Belial almost as much as she hates Beelzebub, welcomes a confrontation but wants to make sure that she has regained the power she lost after *The Great Fall*. There is simmering tension on the borders of Maladomini and Malbolge as Lilith has used all of her restraint to keep from invading Maladomini. She knows that Beelzebub is extremely clever and well established in his Perdition and that she would be certain to lose a direct confrontation against him. It is due to her hatred of the two remaining Fallen that Lilith is almost guaranteed to join with Mephistopheles and Dispaten once she is confident that her control over Malbolge is complete. To date, though, Lilith has not established any formal ties with the Lord of No Mercy or the Urbane Fiend. When Lilith is not cultivating her cults in the mortal coil, she spends her time restructuring Malbolge. Almost complete, Lilith has recently turned her attentions to the caverns at the outskirts of the Sixth, having noticed the disappearances of some pit fiends over the centuries. Lilith knows that there is another significant power in her regency, although she is not yet certain of its nature. It is unclear what Lilith will do when she discovers Verrier, Hell’s Pawn, an event that is likely to occur in the not too distant future. Lilith has no relationship to speak of with Bael or Mammon but she does loathe Leviathan, whom she remembers from days long past. Since their mutual reclamations of their layers, neither Lord has tested the strength of the other as each tends to his or her own internal affairs. Some scholars think that Leviathan and Lilith may put aside their ancient enmity and unite to overthrow Belial, Beelzebub or both.

Lilith’s relationship with Asmodeus is one of fearful loathing. On the one hand, Lilith knows all too well that she lost her regency in part due to Asmodeus. On the other hand, Lilith also knows that she abandoned her tyrannical nature in order to acquire more power, so she knows that she is in part to blame for her own downfall. Still, she seeks vengeance against her master and only her fears concerning his true nature have kept her from bothering with any attempts. After years of seeking divinity, Lilith has come to recognize aspects of the same in Asmodeus and has also noted similarities in these

aspects with long forgotten Lucifer. Lilith is perhaps the only Lord to believe that Asmodeus and Lucifer are one and the same, but has done nothing with this knowledge. Lilith also suspects that something far darker may also be pulling Asmodeus’ strings, although she cannot fathom the existence of The Overlord. What is interesting is the fact that Lilith has given birth to quite a few powerful beings that she either abandoned some time after they were born or felt compelled to give up immediately after birth, leaving them in the wastes of Malbolge. In all such cases, Lilith was never able to determine the father, although she always believed that Lucifer or Asmodeus were responsible. One such being was Benzosia, the former and now dead Queen of Hell. It is unlikely that Lilith has any knowledge of Benzosia’s relationship to her (or Glasya’s, for that matter) as the former Queen of Hell was one that the Dark Goddess was forced to give up upon birth. If Lilith has any knowledge of this or that the Princess of Hell, Glasya (with whom she has no political arrangement), is her grandchild, she has not made it clear.

Although Lilith has long since purged any Chaos from her nature, she continues to have fits of rage and possesses a mercurial attitude for a devil. This is further reflected in her penchant for taking different forms, something no other Lord save Leviathan is prone to do. However, she is best known for three forms. First is the form of the Hag, a withered, decrepit old crone in tattered clothing with rotting flesh that hangs from her bones, stark white hair, rancid breath, and great black raven’s wings. This is the form Lilith takes when she is intent on destruction and desolation. The second, the Waif, is a small girl with serpentine eyes, raven hair, and dark clothes that cling to the shadows. The Waif often appears when Lilith travels the mortal coil to either lure children to their deaths or women down the path of Perdition. The Harlot is Lilith’s final shape and the one most likely to be her true form: a statuesque, extremely beautiful woman with long black hair that covers her naked white body, glowing amber eyes, and a large, shapely red mouth. This form also has large black wings and blood often trickles from the corners of her mouth, which are said to have at least two very long, sharp teeth and a forked tongue. The Harlot is how Lilith typically presents herself to her witches and when she is in Hell. In all cases, Lilith carries *Thunder’s Voice*.

Recently there have been even older texts unearthed, that are said to have their origins before the Days of Antiquity and that suggest that Lilith may also be tied to even older beings of The Abyss and the Gray Wastes, namely the mysterious Pale Night and murky daemonic abominations. To date, thorough translations of these writings have not been completed as the languages – save for a few words related to ancient elven – are extinct. If these links between Lilith and the other denizens of the Depths Below are true, her original station in Hell may have far exceeded what is written in these very pages. Whether this is a ploy orchestrated by Lilith to restructure history to suit her or the truth is unclear.

Combat

Lilith has a wide array of abilities to use, depending on the location of the battle and the nature of her foes.

In an urban setting, Lilith will call upon the Profane Feminine to take control of children. She usually directs

them to pick up whatever weapons they can find and to attack any males or pregnant females they come across as they make their way towards her. If adults respond to these attacks with lethal force, Lilith will not intervene – she will only personally enter battle if she is discovered and attacked directly, or if someone has found a means of subduing the children without harming them. If the children are successful in their attack, or if it seems that they will be stopped without being injured, Lilith will begin to destroy them herself.

In single combat, Lilith will activate her *Aura of Hell* (cower) and cast *greater epic mage armor* on herself, then meet the foe in melee with *Thunder's Voice*. She will first attempt to destroy her opponent's weapon (using *Epic Sunder* to add double her Strength modifier to the damage). If the opponent proves capable dealing significant damage to her, she will begin to use fly-by attacks, hoping to stun him. If the opponent falls prey to the sonic boom effects of her weapon, Lilith will attack viciously while they are stunned, using *Power Attack* to deal as much damage as possible. If Lilith appears out-matched, she will cast a quickened *heal* on herself, *call* a team of pit fiends, then fly backward (or upwards) and begin to rain elemental spells down upon her enemy (altering the energy types as seems to be most effective), calling *rolling thunder* every three rounds and directing the full damage upon the foe.

In a serious battle against multiple opponents, Lilith usually begins combat by activating her *Aura of Hell* (fear) and *Might of Hell* (usually tied to *dispel magic*, to remove energy protection spells) abilities as free actions. She will then use *Nature's Infernal Wrath* as a free action, usually calling *rolling thunder* if faced by a small group, or triggering a *pyroclasm* if beset by a large one. If her opponents do not seem seriously harmed, she will attempt a quickened *greater dispel magic* (targeted upon a specific foe, if it seemed to take less damage than the others), then will fly upwards and attack with powerful elemental spells (often chained or area of effect spells that will strike as many opponents as possible). She will use her *Infernal Elementalist* powers to adjust the damage type – often to sonic, but she will take note of which energy types (if any) the opponents seem resistant to. If her initial assault fails to destroy her opponents, she will *call* pit fiends to keep her foes occupied while she either moves into melee (attempting to sunder the weapons of enemy fighters) or continues to blast them with powerful spells (including epic spells, if necessary), while using her *Infernal Elementalist* ability to divert all energy-based spells away from herself or her minions and back towards their casters (or any innocents they may be trying to protect). If multiple foes remain on the ground, she will attempt to catch as many as possible within an *earth rift*.

If Lilith loses over a third of her hit points, she will use a quickened *heal* and another *heal* to regain them. If she loses that amount again, she will likely flee the scene unless her victory seems assured at that point. Whenever possible, Lilith will distract good foes by placing innocents at risk, such as by luring children onto a battlefield or dropping large chunks of earth on their homes. If she is forced to flee combat, she will often part by first targeting a village with an *icequake*, or placing an entire town in the path of an *earth rift*.

Aura of Hell (Ex): Lilith's *Aura of Hell* can affect all creatures within 900 feet of her, with a Will save DC 60 allowed to negate the effects.

Call Devils (Sp): As a move equivalent action, Lilith can *call devils*. Nine times a day, Lilith may *call* a Duke of Hell, 9 pit fiends, or 18 lesser devils; devils so called have triple standard Hit Dice, to a maximum of 45 Hit Dice. Since these devils are *called*, they have the ability to *summon* other devils as their *Monster Manual* descriptions allow. Lilith has no problem engaging those foolish enough to assault her one on one. In fact, she will often insist that any member of her entourage remain on the sidelines while she deals with opponents personally. Still, in the unlikely event that Lilith finds herself threatened, she immediately *calls* in a team of pit fiends before unleashing all of her might on those capable of harming her. Aside from pit fiends, the Countess does not seem to have any special preference for any kind of devil; indeed, the only reason she calls pit fiends is because she knows them to be the most powerful of the common devils.

Corrupt Nature (Su): As she pursues her quest to become the mistress over all elements of the destructive side of nature, Lilith has found the means to punish the very matter she seeks to dominate. 6/day, as a full-round action in a manner similar to the *despoil* spell, Lilith can corrupt and curse the natural surroundings within 14 miles of her person. Plants with 1 HD or less shrivel and die, and the ground cannot support such plant life ever again. Plants with more than 1 HD must succeed at a Fortitude saving throw (DC 60) or die. Even those successful on their saves take 44 points of damage. All living creatures in the area other than plants (and Lilith) must succeed at a Fortitude saving throw (DC 60) or suffer 4 points of Strength damage and contract a *contagion*. Unattended objects, including structural features such as walls and doors, grow brittle and lose 6 point of hardness, then take 12 points of damage (Lilith may reduce the damage if she wishes).

The Dark Goddess (Ex): During her years seemingly under Moloch's yoke, Lilith spent her time researching religion and the nature of divinity. Through her own research, Lilith discovered the first steps to true godhood, and one day hopes to be completely independent of Asmodeus and the rest of Hell as she pursues her evil goals. She also found the means, despite her clearly Lawful behavior, to grow in power as a druid, forcing the elements and nature to bend to her will.

Lilith can actually grant spells to those that worship her, although she only accepts female clerics (or, in rare cases, men that have castrated themselves). The women that follow her are often referred to as infernal witches or dark sorceresses, and are both dangerous and alluring; however, there is a price for their power. Each worshipper must sacrifice children (of age 12 or under) to Lilith in order to receive her blessings. Lilith grants one virtual cleric level (providing the spellcasting ability but not the hit dice) to each servant that slays a number of children equal to the effective level they are trying to reach (1 child for 1st level, 2 more for 2nd, 3 more for 3rd, 4 more for 4th, and so on). These effective levels stack with any actual cleric levels the servant may have, and if she does not already possess domains, she is entitled to select either Evil or Law, and either Destruction, Storm, or Weather. These followers may gain no more virtual levels than their number of actual Hit Dice.

If the follower does not slay at least one child every nine weeks, then they lose one effective level at the end of that time period. These slayings must not be simple murders, but sacrifices specifically dedicated to Lilith

and performed during the worshipper's menstrual cycle. If a follower ever accomplishes a sacrifice in the direct presence of Lilith herself, the effective cleric levels they have gained are converted to actual, permanent levels. Of course, all of these women are forever lost of the forces of good for the horror of their unnatural crimes, and will spend an eternity rotting in Malbolge with Lilith.

Diabolical Empowerment (Ex): Lilith uses her Wisdom modifier instead of her Charisma modifier when determining the power of special attacks and special qualities.

Hell's Fire (Su): Lilith may use Hell's Fire 19/day, a ten-foot wide line of diabolical energy dealing 19d12 points of damage, up to 1,900 feet away. Victims caught in the blast may Reflex save DC 60 for half damage. Lilith's Hell's Fire appears like a torrent of corrupt, putrid blood and flesh mixed with components of the four elements.

Impotence (Su): Aside from children of virtually any race, Lilith hates males. This hate has grown significantly since the time she was deposed by Moloch, and has come to fruition since she reclaimed her status as Lord of the Sixth. Six times per day, all males within 1,200 feet of Lilith can be struck by Impotence. They suffer 1 point of Constitution drain each round for the next six rounds so long as they are within 1,200 feet of Lilith; however, they are allowed a Fortitude saving throw each round (DC 60) to negate the Constitution drain. Those who suffer at least three points of Constitution drain in this manner must make another Fortitude save (DC 60); those that fail this save take no further Constitution drain but are permanently sterilized and can be restored only by a *miracle* cast by a 31st level cleric of a god dedicated to nature or love.

Women may also be affected by Lilith's Impotence, seeing life through Lilith's eyes for a time. Those who fail a Will save (DC 60) are wracked with hatred for men and life for six rounds. Those who have line of sight to a humanoid male of any species will attack that male to the exclusion of all else, attempting to subdue the male, render him helpless, and castrate him. Those who have no males within sight turn their hatred upon their womb, attempting to remove or destroy it. The woman attacks herself, hitting automatically. Each attack that deals damage forces a Will save (DC 10 + damage dealt) to avoid passing out, and a Fortitude save (DC 10 + damage dealt) to avoid destroying the womb. Pregnant women who deal any damage to their womb in this manner terminate their pregnancies. The womb can be restored only by a *miracle* cast by a 31st level cleric of a god dedicated to nature or love.

Deities and cosmic entities can be affected by this power only upon a successful opposed rank check.

Infernal Elementalist (Ex): Lilith has mastered manipulating the destructive side of nature to rival that of even an antagonistic god. In addition to her standard immunities, Lilith is immune to electricity and sonic energies. She gains an additional +9 bonus to her caster level and spell save DCs when casting spells or spell-like abilities with an elemental descriptor.

Lilith can take control of any elemental effect (whether spell or naturally occurring) within 1,200 feet that has the acid/earth, cold/water, electrical/air, or fire descriptor. She can also control sonic energy if it is part of an air related effect (as in many storm spells). The Countess can automatically take control of a natural

element, such as a forest fire or a storm cloud, up to 12 times per round as a free action. Once she has gained control, she may move it or adjust its shape or size (within the limits of her range) as she wishes. If she takes control over a heavy object, such as a section of earth, ice, or water, she may attempt to lift and move it in a manner similar to *telekinesis*, though this requires a standard action to implement and she must concentrate each round to continue moving it (she can maintain concentration for up to 89 rounds, and move a solid object at up to 30 ft. in a full round). Her lifting capacity limits what she can affect in this manner, particularly with heavier substances such as stone – she may lift up to 4,800 lbs. in this fashion. If she throws the object (relinquishing control over it as a standard action), it travels up to 120 ft. in an arc towards the ground, striking objects in its path and dealing 1d6 points of damage for every 25 pounds that it weighs. Creatures in the path of the object may make a Reflex save to dodge it – the DC is 60 -1 for every 200 lbs. the object weighs.

To gain control over a spell or spell-like ability, Lilith must succeed on a Spellcraft check (DC 10 + spell level + caster level). She may target up to 12 persistent effects (such as a *wall of fire*) per round, each as free actions. She need not ready an action to gain control of a spell as it is being cast, and may still make the check as a free action, but may do so only 3 times per round. If Lilith successfully gains control of the spell, up to 12 times per round as a free action, she can redirect it to another target (adjusting the caster level and save DC as though she were the caster), or she can cause it to fizzle out harmlessly.

Whenever Lilith casts or takes control of a spell with an elemental descriptor, she may change the elemental type to another type of her choosing (including sonic) as a free action. She may also choose to divide up the spell's energy amongst any number of elemental types (such as altering a 10d6 *fireball* to deal 5d6 fire and 5d6 electric damage, or 4d6 electric and 6d6 sonic damage, or 2d6 cold, 3d6 electric, and 5d6 fire damage).

Furthermore, Lilith may apply any metamagic feats she possesses to any elemental spell she casts or gains control of, by expending one of her own prepared spells of a level equal to the feat's level increase (such as expending a third level spell to gain the effects of Maximize Spell).

Infernal Nobility (Ex): As the Lord of the Sixth, Lilith has a status equivalent to that of the gods. Lilith possesses a cosmic rank of 14. While in Malbolge (and anywhere else on Hell that Asmodeus allows), Lilith functions as a greater god with a cosmic rank of 17.

The Might of Hell (Su): Lilith's presence is so terrible that she can corrupt an entire area with but a thought. Thrice per day as a free action, Lilith may *unhallow* an area equal to 1,500 feet.

Nature's Infernal Wrath (Ex): Lilith has all but mastered complete command over the destructive side of nature. Every three rounds as a free action, Lilith may cause one of the following effects:

Earth Rift: While flying at a height of 1,200 ft. or less, Lilith can open a flaming crack in the earth, beginning below her and extending in any direction of her choosing. The crack is up to 1,200 ft. long and up to 120 ft. wide. Anyone standing on the ground within the area must succeed at a Reflex save (DC 60) or fall into the chasm. This effect lasts for one round, during which time the ground shakes violently – anyone within a mile

of the fissure (but not actually within its area) must succeed at a Reflex save (DC 15) or fall prone. Spellcasters standing on the ground and attempting to cast spells during that round must succeed at a Concentration check (DC 20 + spell level) to successfully cast. Structures within that range are affected as though by an *earthquake* spell. At the start of Lilith's next turn, beings that fell into the flaming crack and did not escape (through flight, *teleportation*, or similar means) are instantly *plane shifted* to Malbolge (there is no way to avoid this effect) as the rift slams shut. Once in the Sixth, there is a 50% chance of one of two occurrences. On the one hand, the entrapped are simply stuck in the layer until they find the means to escape on their own. On the other hand, an unfortunate few receive a Fortitude save (DC 60) to avoid being *accursed* into a lemure. For those that were not trapped in the chasm, the force of the earth slamming closed again knocks anyone standing upon the ground within one mile prone unless they succeed at another Reflex save (DC 60); anyone flying over the area the crack appeared (at an altitude of 140 ft. or less) is showered with a hail of rocky debris, dealing 20d6 points of damage (Reflex save DC 60 for half). The dust this debris throws into the air also obscures vision, causing a miss chance when attacking creatures in that area during the remainder of that round, and for the next three rounds thereafter (50% the round the rift closes, 30% the first round afterwards, 20% the second round, and 10% the third round). (If this ability is used in Malbolge, those that fall into the crevasse are utterly destroyed and can be *resurrected* only by a being that succeeds a rank check against Lilith, who always functions as a cosmic rank 17 creature in this instance. Such a being must be in Malbolge in order to attempt such an act).

Icequake: With this ability, which affects a 1,200 ft. radius, Lilith causes the earth to shake and ice to rush forth from the ground. All buildings in the area are dealt 50 points of damage (ignoring hardness) then frozen solid. Anyone inside a building, or otherwise on the ground within the area, must make a Reflex save (DC 60). Those that succeed take 5d6 points of cold and physical damage from the on-rushing ice, while those that fail are instead engulfed by the ice and frozen solid. Such beings are not slain, by rather effectively held in stasis. Left unattended, the ice lasts for 14 days before melting – as a free action, Lilith can choose to melt it at any point prior. The melting process takes at least an hour, and creatures must make a Fortitude save (DC 60) when they thaw out or suffer 1d6 points of Constitution damage. Alternatively, Lilith can, as a free action, choose to simply shatter the ice and everything contained therein – all creatures and objects that had been frozen must make a Fortitude save (DC 60) or be destroyed, broken into small shards.

Pyroclasm: Upon using this power, all living creatures within 1,200 ft. of Lilith spontaneously burst into flame. They take 90 points of fire damage (Reflex save DC 60 for half), and catch on fire (taking 3d6 points of fire damage every round for the next six rounds unless they spend a full round attempting to put out the flames).

Rolling Thunder: When Lilith invokes this ability, black storm clouds fill the sky, lit by constant flashes of lightning that Lilith may call down upon her enemies. This ability deals a total of 360 points of violated electrical damage, which Lilith may divide up as she chooses amongst any number of targets within 1,200 ft. (dealing at least 1 point of damage to each), or focus it all upon a

single foe. Those targeted can attempt a Reflex save (DC 60) for half damage.

While in Malbolge, Lilith can call on Nature's Infernal Wrath as often as she likes; elsewhere, she can cast each of these thrice per day.

The Profane Feminine (Su): Lilith views children as nothing more than slaves to her whims, in a perverse reversal of the natural order for most sentient beings. As such, she routinely goes out her way to harm and destroy them. However, at times she finds it more amusing to shatter the hope of those who fight against her by turning the very children they strive to defend into the enemy.

6/day, the Countess may call all children (12 years old and younger) within 1200 ft. to her position and take command over them. A *magic circle* will protect them from this influence, as will having a holy symbol of a good deity in the area of effect – otherwise, they immediately comply unless they succeed at a DC 60 Will save. Arming themselves with whatever they can find (usually knives, scythes, sticks, and the like) they march, near-mindlessly, upon the adversaries of Lilith. Being innocent and magically compelled, a good character cannot simply slay these children (every child a character murders moves them one step towards Evil). Those that slay at least six children under these situations must succeed at a Will save (DC 60) or contract a curse that fills them with hatred, believing the children themselves are to blame for what happened. If they fall prey to this, they will begin to sacrifice at least one child a month to Lilith. A *miracle* cast by a 31st level cleric of a god of children, love, or nature can remove this curse, though the character may have to *atone* in other ways as well.

An example of such a child is given here: Male or female human: CR 1/6th; small humanoid; HD 1/2d4-2; hp 1; Init -1; Spd 20 ft.; AC 9 (touch 9, flat-footed 9); BAB +0; Grp -6; Atk knife -2 melee (1d4-2/19-20); AL N; SV Fort -2, Ref -1, Will -2; Str 7, Dex 8, Con 7, Int 8, Wis 7, Cha 8.

The children Lilith takes control over remain under her command for up to 12 hours, or until Lilith returns to Malbolge (whether by her own volition, or by being forced back by the destruction of her physical form on the Prime). In her spite, Lilith often slays these children herself (especially if she intends to return to Malbolge early), the children receiving another Fortitude save DC 60 to survive. Those that are destroyed while under her control find their spirits consigned to Malbolge unless a 31st level cleric (as described above) requests a *miracle* on their behalf, or a deity intervenes directly (making a successful rank check against Lilith), within six hours of their deaths.

The children controlled in this manner often suffer later in life even if they do survive, remembering everything they did while under Lilith's fell influence. At the onset of puberty, females that were subjected to this ability have a 50% chance of becoming Lawful Evil (and in many cases, going on to become infernal witches), while males have a 50% chance of either castrating themselves or committing suicide at that same age.

Lilith also has more subtle means to corrupt children rather than controlling or destroying them outright. In a mockery of normal motherhood, Lilith can corrupt or poison any child who feeds on her breast milk. She can infect them with a disease, as per any of the *contagion* effects (DC 60). Those that survive (or that she chooses not to infect) have a 50% chance of acquiring the half-fiend template during puberty (also shifting their align-

ment two steps towards Lawful and Evil). Females generally transform into full-fledged erinyes instead.

Finally, Lilith is incapable of creating "normal" children. The majority of her pregnancies conclude with a miscarriage (sometimes resulting in an atropal or atropal scion). Of those that survive, almost all are Lawful Evil, though in some rare cases the nature of the father might affect this. Furthermore, her children are generally either marquis-half fiends or malefircareim, depending on the status of the father, though other types of beings are not unknown. Many of Lilith's children are able to breed true and create entirely new races. It is unknown if Lilith has the ability to control these offspring, although those that point to lamias as her descendants doubt that she can.

Spell-like Abilities: At will – *animate dead, baleful polymorph, blasphemy, blur, charm monster, deeper darkness, delayed blast fireball, desecrate, detect chaos, detect good, detect magic, dominate monster, flame strike, greater dispel magic, greater invisibility, greater teleport, hallucinatory terrain, hold person, magic circle against chaos, magic circle against good, mass hold monster, mirage arcana, persistent image, polymorph, power word stun, pyrotechnics, read magic, restoration, resurrection, scrying, suggestion, symbol of pain, unhallow, unholy aura, unholy blight, wall of fire.* 9/day: *contagion, destruction, disintegrate, earthquake, firestorm, greater restoration, harm, implosion, inflict critical wounds, inflict light wounds, mass inflict light wounds, meteor swarm, shatter, true resurrection.* 6/day: *accursed, hellball, oppress, tyranny.* 3/day: *wish.* Caster Level: 74th (83rd for elemental abilities), save DC = 35 + spell level, or 38 + spell level for Evocation spells (+9 for elemental abilities).

Lilith also casts spells from the Destruction Domain; these are included in the list above. For the purposes of the Smite power (granted by the Destruction domain), Lilith is treated as a cleric of her caster level.

Spells (Druid): Lilith casts spells as a 67th level druid (76th level for elemental spells). Spells per day: 6/9/9/9/8/7/7/6/3/3/3/2; base DC 35 + spell level, 38 + spell level for Evocation spells (+9 for elemental spells). Typical Spells Prepared: 0th—*darkseed, daze animals, detect poison, light, preserve organ*^{VD}, *scarecrow*; 1st—*camouflage, cure light wounds (x3), entangle, extract drug*^{VD}, *faerie fire, produce flame, sandblast*; 2nd—*body of the sun, briar web, circle of nausea*^{VD}, *cloudburst, creeping cold, decomposition, flaming sphere, scent, warp wood*; 3rd—*call lightning, cure moderate wounds, dominate animal, false bravado, infestation of maggots, poison, sleet storm, snare, spike growth*; 4th—*arc of lightning (x2)*^{CA}, *blight, cure serious wounds, dispel magic, energy vortex, freedom of movement, murderous mist, rusting grasp*; 5th—*binding winds, call lightning storm, control winds, explosive call lightning, insect plague, kiss of death, mass trance, wall of thorns*; 6th—*antilife shell, cometfall, crumble, greater dispel magic, miasma, phantasmal disorientation, pox*^{VD}; 7th—*chained flame strike, creeping doom, greater creeping cold, heal, pestilence*^{VD}, *slime wave, storm tower*; 8th—*finger of death, quickened dispel magic (x2), reverse gravity, stormrage, storm of elemental fury, whirlwind*; 9th—*epidemic, elemental swarm, greater whirlwind, invulnerability to elements, storm of vengeance, thunderswarm*; 10th—*chained maximized three thunders flame strike, corrupt twinned insect plague, quickened greater dispel magic*; 11th—*chained finger of death,*

chained twinned flame strike, quickened heal; 12th—*corrupted intensified lightning strike, maximized thunderswarm, maximized storm of vengeance*; 13th—*intensified cometfall, twinned thunderswarm.*

^{CA} Found in *Complete Arcane*.

^{VD} Found in the *Book of Vile Darkness*.

Spells (Wizard): Lilith casts spell as a 57th level wizard (66th level for elemental spells). Spells per day: 4/8/8/7/6/5; base DC 35 + spell level, 38 + spell level for Evocation spells (+9 for elemental spells). Typical Spells Prepared: 0th—*arcane mark, detect magic, flare, ray of frost*; 1st—*charm person, magic missile (x2), obscuring mist, ray of enfeeblement, shield, sleep, true strike*; 2nd—*detect thoughts (x2), melf's acid arrow, scorching ray, shatter (x2), web, whispering wind*; 3rd—*dispel magic (x2), fireball, haste, reach vampiric touch, three thunders lighting ball, wind wall*; 4th—*bestow curse, corrupt lightning bolt, dimension door, ice storm, shout, wall of fire*; 5th—*cone of cold, empowered reach shocking grasp, nightmare, quickened magic missile, wall of force.*

Spellbook: Although one of the oldest devils in existence, Lilith has not spent considerable time studying the arcane, concentrating her efforts in imposing her desires on the natural order. As such, she has access to every spell up to fifth level in the *Player's Handbook* and any other source allowed by the DM. Lilith is most fond of spells that burn, electrocute, freeze, or sunder.

Epic Spells: 8/day. Epic spells known: *crown of vermin, curse of apostasy, eclipse, greater epic mage armor, hellball, Lilith's life siphon, mass frog, miasma of hatred, nailed to the sky, pestilence, rain of fire, verdisgris.*

Thunder's Voice: The well-known and dreaded sword of Lilith is a gift from Asmodeus after he reinstated her as Lord of the Sixth. *Thunder's Voice* is a huge sword with a blade of pure, crackling darkness and a hilt of lightning. This sword caused many citadels in Malbolge to come crashing down.

Thunder's Voice is a +6 greatsword of sonic blasting. It is treated as adamantite for the purposes of bypassing damage reduction and hardness, and the sonic damage dealt by this weapon also harms all adversaries within 10 feet of the target.

With each swing, *Thunder's Voice* issues a sonic boom capable of stunning all within ten feet of the wielder; thus for every attack Lilith makes, whether she hits or not, those within range must make a Fortitude save (DC 60) or be stunned for 1 round. Creatures that fail by 30 points or more are also knocked prone. Creatures with sonic immunity are unaffected by this ability, while those with sonic resistance gain a saving throw bonus equal to their resistance.

On a critical hit, *Thunder's Voice* releases a crackling blast of black lightning that deals 20d6 points of violated electrical and sonic damage to all foes within 30 ft. Creatures in the area can make a Reflex save (DC 60) for half damage.

In addition to the curses associated with all Infernal Arms, those that manage to wield this weapon without Lilith's express permission must also make a Will save (DC 60) whenever they come within the presence of a child; failure indicates that they attempt to strike the child down.

The Scouring Stone: 3/day, this fist-sized pale green orb allows the blighting of a 14-mile radius of land. All animals, magical beasts, plants and vermin

with Intelligence scores of 6 or lower must make a Fortitude save (DC 60) or die. The total amount of Hit Dice slain in this manner is added to the stone in the form of charges. Lilith can expend these charges to empower herself. The stone can hold a maximum of 666 charges.

Ability increase: Lilith may enhance her ability scores for 1 minute. This costs a number of charges equal to the ability increase squared. Lilith may spread this increase out, as she desires. For instance, if she were to spend 144 charges, she could increase one ability score by 12 points, two by 6 points, or all of her scores by 2 points. Lilith cannot increase any single score by more than 12 points.

DC increase: Lilith may increase the DC of one of her special attacks, spells, or spell-like abilities. The increase only affects the immediate use of the attack; more charges must be spent to increase it again. This costs a number of charges equal to the DC increase squared with a maximum increase of 12 points.

Wrath of the Earth Mother: Lilith may expend the full 666 charges to deal 12d12 points of damage in a 12-mile radius. There is no save or resistance against this damage, although it will not penetrate a divine shield.

Summoning Lilith

Lilith cannot be summoned into a man-made structure. She favors unhallowed groves, lightning-blasted tors or dark grottoes as appropriate places for a summons; such places represent Lilith's certain dominance to come over Nature. Only women can summon Lilith.

The *magic circles* to be used must be formed of ground silver and unicorn blood; lightning must strike each circle thrice to bind magic in place sufficient to summon Lilith from her realms in Malbolge. Between the two *circles*, the summoner(s) must carve the runes that signify each of the four elements: to the north, the symbol of fire, a wand; to the south, the symbol of earth, a pentacle; to the east, the symbol of water, a cauldron; and to the west, the symbol of air, an athame (a double-edged knife). Lilith demands that these symbols be placed opposite to their proper places, once again symbolizing her reordered vision of nature. Over each of these symbols must be placed actual instances of the runes (thus a wand of some sort on the north, and an athame on the west). Each item so used must be of extremely fine workmanship (worth in excess of 666 gp), and must have been crafted by a barren woman.

As soon as the ritual begins, storm clouds swiftly gather, centered within a one mile radius over the summoning area. Throughout the summons, the clouds become heavier and more foreboding even as the thunder grows louder and the lighting more colorful as it races along the bottom of the clouds. As part of the ritual, the summoner approaches each symbol in turn, starting at the north and going clockwise around until returning to the north. The wand must be smeared with the blood of an aborted child and then thrust into the earth (the magic of the invocation allows the wand to be thrust into rock or hard dirt as easily as into sand) on the first turn to the north. The urine of a man forcefully castrated must be poured as a libation from the cauldron or cup to the east. The five-pointed star, or pentacle, must be used to cut an incision across the chief summoner's abdomen, forming the Infernal word for "barren"; if the summoner was not already unable to conceive, she is cursed with barrenness

from that time forth. Crossing to the west, she must then use the athame to castrate a virile man. Finally, she takes the grisly remains of this work back to the north, where, pronouncing the final words of the invocation, the testicles are consumed in supernatural fire, the ashes raining down over the bloodied wand.

Lightning then strikes throughout the area, while the earth shakes and moans. A fierce wind sweeps through and the *magic circle* bursts into flame. In the midst of this, a single lightning strike greater than all the rest erupts, and when the debris clears, Lilith stands, electricity dancing over her form (when summoned she almost always appears as the Harlot), and grim amusement on her face.

Lilith deals efficiently with those who have summoned her, offering boons to those willing to worship her, and teaching the secrets of how to tap into her power. If any present have children of their own, she does not hesitate to find a way to have such children killed in sacrifices that increase her own power.

When all is finished, Lilith is consumed by a tornado that lifts her into the air. The tornado is 10 feet wide at the base, 30 feet wide at the top, and 60 feet tall. Anyone standing where it appears must make a Reflex save DC 60 or be caught in the tornado, taking 3d6 points of bludgeoning damage and being suspended by the winds. Creatures with a fly speed may attempt the save again each round in order to escape; those that fail (or do not attempt the save) take 1d8 points of damage per round. They may otherwise act normally, but must make a Concentration check (DC 15 + spell level) to cast a spell and take a -4 penalty to Dexterity and a -2 penalty on attack rolls. The tornado grants concealment to anyone within 5 feet, full concealment to those inside, and persists for six rounds. At the same time it first appears, the entire summoning area is carpeted with lightning strikes. These bolts do not harm those in the area, but all present must make Will saves against DC 60 or else suffer immediately from Lilith's Impotence power; barren women are immune, and Lilith may choose to confer immunity on others present if it suits her purposes. Against this incandescent display, even those who successfully save are dazzled and see practically nothing for six rounds. By the time normal sight returns, Lilith has disappeared without a trace.

The items used in summoning Lilith are thereafter considered *desecrated* at Lilith's caster level permanently, and are expected to be used in future summons and sacrifices.

BEELZEBUB, Lord of the Seventh

Flies buzzed across the floor, feasting on the decaying, rotting filth scattered throughout. Flies landed on his face, walked across him, vomited their food on his nose or eyes before eating it again. They sang around his head, mocking him with their freedom to be that which they were made to be. They danced along his scalp and drank the vomit that soiled his satin slippers. His vomit.

Dominis sat slackerly in the plush, black chair, oblivious to the swarm of flies that played on his still form. Still but for the throbbing of his heart. He did not notice how mightily it struggled or how beads of sweat made comfortable lakes for the vermin that used his body. He was gasping audibly, drinking in the foul stench of his surroundings in desperation. He smelled nothing, of

course. Neither did he see anything but the image that hovered before him. The saliva in Dominis' mouth dried up again as he watched in growing terror. His stomach tightened and, without warning, he wretched again. It was a bitter, dry heave, hacking and impotent for the filth was not in his stomach. The filth was in his soul. Looking up again with blood-shot eyes, drool hanging from his bottom lip, Dominis whimpered. He whimpered for himself. He whimpered for his daughter.

The glamer was real enough, as though looking at something through clear water. If he were paying attention, Dominis – a bold poet in addition to being a powerful Ashturian nobleman and member of the High Halls – would have chuckled at the irony of the comparison. Seeing the dirtiness and foulness of life through clear, clean water! And to witness it in the depths of Ashtur's multi-lined, multi-tiered sewer system... aye, it was the greatest of ironies. But Dominis was not a poet now. He was a man struck dumb, a mute in the face of what he witnessed. His daughter's behavior for the past couple of months. The haunted look in her eyes. His own discomfort in her presence. It all made so much sense now!

Standing on either side of the High Lord were a pair of large creatures most terrible. Dominis had encountered such beings in his days of travel and knew the darkness of its presence. They were terrible to behold with hunched over, nine-foot cadaverous frames, sickly gray flesh stretched tight across long, thin bones, scorpion-like tails darting from their backsides to quiver over a heads that bore subtle features of human skulls warped into something diabolical. Red lights glared from the eye sockets, lights that settled onto one's soul, judging instantly. But Dominis did not feel their eyes. He only saw the image before him and the creature that stood beside it. It seemed as if it tried to hide in the shadows, this slight, black-robe-and-hooded creature. A pale face, somewhat like the marriage of a snake and a man, peered out from within the cowed hood. Occasionally, a black tongue flickered out to taste not the air, but Dominis' soul. It had done so to Dominis since the vision began. But Dominis was even unaware of this creature. Only saw the image commanded his full attention. His ragged breath had become more pronounced.

The voice behind Dominis drew him from stunned concentration. A perfect tenor, it annunciated each word perfectly, with no hint of accent. The words almost seemed performed to a bold, gorgeous melody. Yet, there was a coarseness underneath, a hum that made his mind swim. That stung his spirit.

"Yes, this is most alarming." A pause. Then, "You have seen enough for now. Indeed, I am certain that you know how it ends." To the slinking, robbed figure, the voice commanded, "You may stop now, chamberlain."

The serpentine bowed elaborately. The image disappeared.

"Whatever shall we do," the voice hummed behind him, "about this situation, High Lord Dominic?"

Dominic choked as he tried to catch his breath. He continued to stare in the space where the image once stood. "I didn't know..." He whispered. The silence dragged on for some second before he screamed, "I didn't know! Oh, gods! Oh, gods!"

The hum of the voice darkened the laughter. "'Gods', Dominis? Gods have nothing to do with this. Indeed, the gods of your people would surely look upon you in disgust. Fortunately, they do not look on you. Yet."

"But my daughter!" The words came out in a gasped

rush. He felt a pressure in his chest and he reached to clutch his tingling left arm with his right hand. "My daughter! Oh, no! No, no, no!"

"Be quiet, Dominis. And attend," the voice commanded. When it resumed, the voice spoke with assured reasonableness. "Imperfection. It is the nature of your kind, Dominis. I told you as much a few months ago when we first met to discuss what I had to offer Ashtur. I warned you and you defied me. And now look at what you have done."

"But I didn't... I couldn't!" Dominis hissed when flies on his face bit him.

"I said silence, High Lord." The voice was strained in its pleasantness. "You were drunk. Too much sweet beer, Dominis. You stumbled into the wrong room. Slept for a time in the wrong bed." The voice gasped. "And the dear girl's mark has not been made these past two months!"

Dominis spun around to deny the possibility as the pressure in his chest swelled into pain. He felt none of it, though, for all he could do was look at the thing that towered behind his chair. A giant swarm of flies buzzed diabolically. They pulsed in a rhythm not unlike thunderclouds billowing eagerly towards an unprepared city. Near the peak of the swarm he spied two monstrous, glass-like eyes. He saw his image reflected a hundred times in those multi-faceted eyes, yet not the form he and others saw every day. Instead, he witnessed his true form, a rotten, decrepit form... Dirty and soiled. He bit his tongue.

The eyes regarded him coolly then the voice said. "I see you have questions. Kneel and I will hear you."

Dominis dropped from the chair to his knees.

"No," the voice stated. "Prostrate yourself. Hands and knees, Dominis."

Dominis obeyed, soiling himself further and not noticing. He looked up to the form and wheezed, "Please! I'll... do... anything! Don't... Don't... let... this happen!"

The swarm tightened. "I will clean up this mess for you, Dominis. I will even save your life and ensure that no one ever learns of your... evening with your daughter. Not even she will recall. All you need do is support the call to denounce the Doctrine of Churches in the Halls tomorrow. And defend the rights of the Guild of Parshton's to sell their wares to Xyl without interference. You do this, and other favors for me for the next seven years, and you will have nothing to worry about."

Dominis was not so sick, not so desperate not to be wary. He peered into those glass-like eyes. He saw nothing there but his own sickly, dying reflection. Yet, he somehow knew that the voice was not lying. He nodded, "I'll do... whatever you... ask."

The pain in Dominis' chest threatened to overwhelm him as the voice decreed, "I do not 'ask' you anything, Dominis. I will 'command.' Tell me you understand."

Beads of sweat falling from his face, Dominis nodded wearily. "Yes, Lord. I will... do as... you.... command."

"Swear it, Dominis."

"I swear... to do... your commands, Lord."

"In my name," the voice said with infinite patience. "Swear in my name."

"I swear... to do... your commands, Lord... Beelzebub!"

Dominis could hear the smile. "Excellent. Now, I will get you all cleaned up, High Lord Dominis. You will be none the worse for wear. Now, sleep and feel restored."

Blackness engulfed Dominis and he flopped to the

filthy ground.

A large hand emerged from the swarm of vermin, motioning to Dominis' bed-robed form. If a hand could be described as perfect, such a description still would not suffice. Beautiful rings adorned fingers that were manicured by angels, flesh that was smoother than buttermilk, whiter than snow.

"Now that he is fully healed, return him to bed," the voice commanded one of the bone devils.

As the bone devil lifted the soiled body, the voice said, "Carefully, carefully. I want him unhurt for now."

Begging forgiveness and adjusting the High Lord in its arms, the bone devil disappeared in blast of cold air and grave soil, the voice said to the chamberlain, "One fly has been rewrapped. Two more flies to tend to."

"Yes, Your Grace," the voice whispered in a whiny cadence.

"The High Patriarch of the church of Thore Mire." The voice laughed. "Yes. Using portions of the church tithes for the procurement of herbs and spices. Or at least that is the guise by which his illicit medicines are shipped in."

The chamberlain bowed so low he almost groveled. "As ever, you are right, Your Grace."

"I do not need you to tell me that, Surgat," the voice declared pleasantly. "Cease your prattle and bring me the High Patriarch. We need to discuss his indiscretions and inform him that he will support Dominic's decrees before the High Halls to continue to receive his wares in peace."

In a somewhat hurt fashion, the chamberlain bowed low, his tongue tasting the filth on the ground. "Yes, Your Grace."

"And do not forget to procure the unborn child from Dominis' daughter. We will need it seven years hence."

"Yes, Your Grace," Surgat said, his form undulating as it shrank into nothingness.

Beelzebub, the Lord of the Flies, sighed, "How much effort I take to make sure everyone gets life right!"

The Lord of the Flies

Evangelist 5/Rogue 10/Shadowbane Stalker 20

Huge Outsider (Evil, Extraplanar, Fallen, Lawful)

Symbol: A crowned, dark green fly on an inverted, red triangle

Cosmic Rank: 16 (19 in Malodomini)

Hit Dice: 52d8 + 15d6 + 20d8 + 1131 (hp 1797)

Initiative: +14 (+8 Dexterity, +4 Improved Initiative, +2 Quick Reconnoiter)

Speed: 90 ft., fly 200 ft. (perfect)

Armor Class: 73 (+21 deflection, +8 Dexterity, +27 natural, +9 profane, -2 size), touch 46, flat-footed 73

Base Attack/Grapple: +70/+93

Attack: *Hand of Perfection* + 83 melee (2d8+15 and rotting wrath); or spell +83 melee touch or +76 ranged touch

Full Attack: *Hand of Perfection* + 83/+78/+73/+68 melee (2d8+15 and rotting wrath); or spell +83 melee touch or +76 ranged touch

Space/Reach: 15 ft. /15 ft.

Special Attacks: *Aura of Hell*, *call devils*, *Hell's Fire*, *Might of Hell*, *Rotting Wrath*, *Song of Perfection*, *sacred strike*, *sneak attack* +11d6, spell-like abilities, spells

Special Qualities: Damage reduction 40/anarchic, epic,

good and silver, Diabolical Decree, Diabolical Empowerment, Diabolical Prowess, fallen, fast talk, discover subterfuge +14, great orator (convert the unfaithful DC 36, inflame the righteous, inspire dread), immunity to fire and poison, improved uncanny dodge, Infernal Nobility, inspire allies, Locked Within the Gates, Lord of the Flies, Lord of the Nine, Lord of Lies, Master of the Web, opportunist, Price of Perfection, regeneration 26, resistance to acid 40 and cold 40, sacred defense, sacred stealth +12, see in darkness, skill mastery (Bluff, Diplomacy, Disguise, Intimidate, Sense Motive), spell resistance 77, telepathy 1,000 ft., trapfinding, trap sense +3

Saves: Fort +58 (+62 vs petrification), Ref +53, Will +66

Abilities: Str 40, Dex 26, Con 37, Int 37, Wis 45, Cha 52

Skills: Appraise +15 (+17 alchemical items, +17 carpentry, +19 sculptures), Bluff +123, Concentration +88, Craft (alchemy) +23, Craft (carpentry) +23, Craft (sculpture) +35, Decipher Script +33, Diplomacy +118 (+116 with good beings, +124 with evil beings), Disguise +61, Escape Artist +65, Forgery +35, Gather Information +123, Heal +24, Hide +59, Intimidate +98 (+105 against evil beings), Knowledge (arcana) +78, Knowledge (architecture and engineering) +38, Knowledge (local [The Nine Hells]) +48, Knowledge (local [The Seven Heavens]) +28, Knowledge (nobility and royalty) +28, Knowledge (the planes) +98, Knowledge (religion) +98, Listen +104, Move Silently +63, Perform (acting) +68, Perform (dance) +68, Perform (oratory) +68, Perform (sing) +65, Search +114 (+118 for secret doors), Sense Motive +123, Sleight of Hand +51, Spellcraft +96, Spot +114, Survival +17 (+27 on other planes, +27 following tracks), Use Magic Device +33 (+43 with scrolls), Use Rope +8 (+14 with bindings).

Feats: Cleave, Corrupt Spell, Corrupt Spell-like Ability^B, Craft Magical Arms and Armor, Craft Wondrous Item, Dark Speech^B, Deceitful, Eschew Materials, Force of Personality, Great Cleave, Improved Initiative, Improved Sunder, Investigator, Leadership, Negotiator, Persuasive, Power Attack, Quicken Reconnoiter, Quicken Spell, Reach Spell, Silent Spell, Versatile Performer.

Epic Feats: Automatic Silent Spell (x3), Craft Epic Wondrous Item, Epic Evil Brand^B, Epic Skill Focus (Bluff), Epic Skill Focus (Gather Information), Epic Skill Focus (Intimidate), Epic Skill Focus (Spot), Epic Spellcasting, Improved Spell Capacity (10th), Improved Spell Capacity (11th), Multispell, Violate Spell.

Environment: Malagard, Malodomini, Seventh of the Nine Hells of Perdition

Organization: Unique (Solitary) or troop (Beelzebub, 1 Duke of Hell, 1-12 cornugons, 2-24 osyluths)

Challenge Rating: 65

Treasure: Quintuple Standard

Alignment: Lawful Evil

Perfection. The desire to achieve the pinnacle of development is shared by mortals across the Cosmos. This insatiable desire has prompted the greatest acts and works within the mortal coil. The wisest mortal teachers extol the pursuit of perfection in form, intellect, understanding, and spirituality as the greatest desire a person can have. The wisest also know that perfection can

never truly be attained for there is no such thing as “perfect” among mortals. It is not “perfection” in and of itself that one should seek, but dedication to constant improvement and never settling for just “good enough.” Among the righteous, perfection is recognized as seeking to attain a degree of holiness that is simultaneously selfless and filled with self-love. Whether such mortals dedicated to ultimate righteousness believe in order or value liberty, all that seek perfection under the banner of holiness cast aside their pride in pursuit of perfection, carefully and studiously studying their own hearts against conceit.

Of all the Realms Above, the Seven Heavens are perhaps the most associated with perfection. The wisest clerics of heavenly gods and the Virtues have been blessed with visions of seven mounting heavens, each glorious in their bounty, eternal in their goodness, pure in their commitment in service to and unity of all. Here, the souls of the noble dead seek the next path of enlightenment that will vault them higher up the Eternal Tower until they reach the unknowable pinnacle of Chronias where they disappear into Glory. All the while, such blessed souls are surrounded and guided by angels of order, the hashmallim, who sing encouragement. These same angels are the examples upon which living mortals turn to in seeking to live their lives properly. Of the angels, the servants of gods and Virtues alike, it is often thought that they are as close to perfection as any being short of divinity can hope. Simultaneously, it is said that these angels possess no haughtiness in their bearing. These spirits know their limitations and seek to help others achieve greatness at the top of the Endless Mountain.

Like many beliefs, that of angelic perfection is not entirely accurate. The wisest and most knowledgeable mortals suspect even among the angelic, flaws can and have appeared. Through material gleaned from texts older than many worlds, some are aware of a distant past in which a relative handful of angels grew proud of their light. These ancient writings reveal that these angels believed they were the standard upon which mortals seeking perfection in ordered righteousness were based. And they believed that none could ever achieve the reality they thought they represented. Religious texts from across a multitude of worlds tell of *The Great Fall* when these angels persecuted a celestial revolt against the powers of the Realms Above. After achieving early victories, these rebel angels were overwhelmed by the combined might of the Celestial Host and were cast into the Depths Below. Thus, the wisest know that not even the angelic is infallible and that all must guard against the darkness that can creep into the heart of the self-righteous.

Texts from Hell, however, expand upon the legends. Diabolical propaganda claims that from among the Fallen there was one who was too perfect for the Eternal Tower. In being cast out, this one would find liberation from the imperfections of Heaven. In this one, Hell would gain its greatest asset. And, it will be from this one that the Heavens, the Hells, and the entire Cosmos will one day come to know true perfection. This one is Beelzebub, the Lord of the Seventh, Lord of Lies, and Lord of the Flies.

One of the greatest of the Lords of Perdition, Beelzebub’s history across the Cosmos is long and filled with accolades to both goodness and evil. According to legends, Beelzebub was also known as “Triel,” although it

is largely believed by most scholars that his name was a title of some sort related to his duties. His real name was Beelzebul, “Lord from on High.” This name was indeed an accurate one. He once served as a great seraph, possibly directly under the will of the Supreme Virtue herself. As he bore her standard and sung her praises, he became the standard upon which other angels were measured. His wisdom was unquestioned, his beauty unparalleled. Only two other angels came close to rivaling Beelzebul’s glory: Metatron and Eblis. While Metatron all but served as an avatar for the Supreme Virtue and Eblis was clearly the strongest of the seraph, neither was as holistically accomplished as Beelzebul. Of the Angelic Choirs across the Realms Above, his was the brightest light, the greatest song. For countless millennia, Beelzebul was filled with light and love. Across Creation, he offered wisdom, insight, and guidance to mortals and immortals alike, from the lowliest peasant to the greatest of rulers. Never one to fear confronting evil, the Lord from on High also directed mortals against chaos and neutrality, pointing out that either were just one step from decadence and villainy. He cast his gaze everywhere, always seeking out new challenges in the war against evil, always looking for opportunities to aid those less fortunate than he. It was in this that the darkness began to creep into his soul. It was in this that his pride got the better of his wisdom. Beelzebul not only came to believe that his perfection was one of his own making but that he had a mandate to make others live up the perfection he embodied. He saw how the various gods and celestial cosmic entities had allowed not only the creation of imperfect mortals, but an entire Cosmos. Like the Demon Prince of Destruction, Apollyon who preceded him into the Depths countless eons before, Beelzebul believed that the Defenders, Herald, and Virtues were likewise imperfect. However, unlike Apollyon, Beelzebul did not believe that the Cosmos needed to be destroyed. Instead, the Cosmos needed to worship him.

Beelzebul would find that there were other angels with similar attitudes regarding their own infallibility. The likes of Belial, Eblis, Moloch, and others soon found each other and Beelzebul. While they all had varying reasons for their disdain for mortals and their status within the Realms Above, only Beelzebul really believed that what he sought was not only for his own good but for the good of all. Unlike Belial, Beelzebul was not interested in physical and sexual oppression and, unlike Eblis and Moloch, he did not feel resentment to the lesser beings he was made to help. Beelzebul believed that mortals and immortals alike needed a firm hand to move them in the right direction. They needed a symbol upon which to base their growth. He would be that hand and he would be that symbol. While Eblis would rise to prominence by stoking the resentment of angels that shared similar attitudes about mortals and the Celestial Hosts, Beelzebul asked the other Fallen to recognize that what they did was for the good of Creation. Beelzebul’s became the eloquent voice, passionate and reasonable, energetic and convincing, that would aid Eblis in his bid to tear down the restrictions in the Heavens.

Of course, the revolt in the Realms Above failed and Beelzebul, along with his allies, was cast out during *The Great Fall*. Into Hell he arrived. However, unlike his former ally Eblis, Beelzebul did not view his new station as one of defeat nor did he turn his ire toward the Heavens immediately. Beelzebul believed that there was an opportunity in Perdition that would lead him closer to his

goal of perfection. Beelzebul believed that it was better to reign in Hell than to serve in Heaven. After all, Hell was as organized as Heaven, but did not practice foolish ideals that pampered the weak and encouraged imperfection. In Hell, the strong and wise survived to grow stronger and wiser while the weak and stupid served their betters. Though this philosophy did harbor some foolish perspectives, like needless violence, Beelzebul believed he would do well to watch, wait, and learn from the creatures he once viewed as foes. Thus, when he was called to the Serpent's Throne in Nessus, Beelzebul eagerly accepted The Overlord's offer to serve as a Duke of Hell.

For centuries, Beelzebul served as a Duke under the original Lord of the Seventh, Sammael. While the Poison of Perdition sought to increase his powerbase by becoming more purely evil, Beelzebul slowly began to consolidate his place in the Seventh. Beelzebul became an honored, if not trusted, servant within Sammael's court when the Lord of Venom named him chancellor. Beelzebul sought out and took a wide array of responsibilities, even those that seemed mundane, like the tabulation of records and note keeping. Beelzebul restructured Sammael's court, making it more organized and streamlined. He placed other Fallen into positions of authority across the Seventh Perdition, slowly weeding out true devils that were loyal to Sammael and avoiding his master's wrath by revealing their inefficiencies. Although Sammael was aware of the threat Beelzebul's burgeoning authority could pose to his hegemony, the cautious Lord of Venom was swayed by his servant into believing that everything being done was for his own good. As he did in Heaven, not only did Beelzebul use his sweet words and his convincing arguments to maintain just enough of his liege's trust, he also could prove the value of his work's benefit to Sammael. The original Lord of the Seventh gained victories against his hated foe, Mephistopheles; he established ties with various nether fiends in the Gray Wastes of Despair; he toppled empires dedicated to good gods. All of these things were accomplished due to Beelzebul's dedication to perfection. He and his allies became aware of everything that transpired in the Seventh Perdition and, eventually, throughout The Pit. Across Hell, those angered at Beelzebul's actions claimed that he had cast a web across Perdition fine enough to catch even a fly. Indeed, he was drawn to the filth of diabolical intrigue like a fly, eagerly devouring the offal of the Nine-Fold Realm. Some began to call him Beelzebub, the Lord of the Flies; this moniker, initially despised by Beelzebul, soon became embraced by those loyal to the Duke of Pride.

Even as Beelzebub was gathering his own power in Maladomini, he was carefully maintaining alliances across Hell with the other Fallen. Chief among these was his relationship with Moloch, whom he kept close to him at all times. Through Beelzebub's guidance, Moloch was becoming a powerful warlord among the Fallen. Likewise, Beelzebub kept in contact with Belial, who had become a rival to the Lord of the Fourth, Adremmalek. While he believed that he could accomplish his goals without allies, Beelzebub knew that he could reach his goals much faster and with greater success if he forged beneficial relationships with those of a similar background. Even as he aided Belial in his bid to overthrow a standing Lord, so too did Belial aid his former leader.

Sammael was ill-prepared for Beelzebub when he struck. Sammael recognized that his station was threatened when he realized that all of his Dukes had disappeared or been replaced, and found himself surrounded by Fallen. He knew that his time was at an end when he saw his lover Lilith, Lord of the Sixth, being threatened by Moloch, his own servant's viceroy. He saw Adremmalek destroyed by Belial. Thus, when Beelzebub arrived at The Venal Fortress, Sammael did not waste time fighting but fled. At that instant, Asmodeus himself appeared in Maladomini, congratulated the Duke of Pride with his success, and remade him as a Lord of the Nine.

Since his ascension to the near pinnacle of diabolical power, Beelzebub has pursued his desire to spread his brand of perfection across the Cosmos. Having consolidated his authority in Maladomini shortly after Sammael fled, Beelzebub quickly turned his attention to Malbolge. After filling Lilith's court with spies, who in turn shrank her armies and assassinated her most loyal servants, the Lord of the Flies sent his viceroy Moloch into Malbolge. Through Beelzebub's perfect strategies and Moloch's impressive skills as a field commander, Lilith soon found herself trapped in Malbolge at her foes' mercy. However, Beelzebub ordered Moloch to keep her alive as an example of how imperfection in rulership can lead to defeat. In truth, Beelzebub wanted her alive in order to avoid giving Asmodeus an excuse to promote Moloch to complete Lordship over the Sixth. Thus did Beelzebub become the Lord of two Perditions; he directly ruled Maladomini and indirectly ruled Malbolge through Moloch, who was named Imperial Duke of the Sixth. At no point did Beelzebub concern himself with the possibility of Moloch seceding from his authority for the very same spies he had placed in Malbolge that facilitated Lilith's overthrow remained in place and loyal to their master.

Beelzebub had spies scattered across all of Hell by the time Malbolge was his. In short order, this massive spy network, known as The Order of the Fly, was not only in Hell, but was scattered across the Depths Below like a swarm over a rotting corpse. The only places in the Depths Below free of Beelzebub's prying eyes were the personal demesnes of gods and powerful cosmic entities, and Nessus itself. Not even Cania, the Perdition controlled by Mephistopheles, was completely free of the buzz of Beelzebub's order. Beelzebub wasted no time in attempting to repeat the same success that led to his victories in the Sixth and Seventh Hells. However, his own pride blinded the Lord of the Flies from recognizing why he was so successful in his bids against Lilith and Sammael: Asmodeus. Unlike the deposed Lords of the Sixth and Seventh (and Fourth), who willingly corrupted their lawful natures with Chaos, Mephistopheles – for all his limitations and failures – was still a creature of tyranny and oppression to a fault. Beelzebub never learned that Asmodeus in part was responsible for his victories, and even if he had, it is unlikely he would have accepted the truth as it would have contradicted his own personal perceptions. In the end, there would be no victory for Beelzebub in Cania, although it is said that the beginnings of Mephistopheles' problems with the pit fiends and some Dukes of the Eighth can be traced back to Beelzebub's attempts at attaining more power in Hell. It is certain that Mephistopheles was well aware of The Fallen's actions and that this would begin the formal enmity of the two Lords that in many ways would define the political atmosphere in Hell until the *Dies Irae*.

Of all the Lords, none know more about external on-goings than Beelzebub. However, Beelzebub does not pursue knowledge through his Order of the Fly for the sake of knowledge. Beelzebub's interest in the happenings across the Cosmos is to feed his own disgust for the lives imperfect beings live. Often referred to as the Lord of Lies, this aspect of Beelzebub better represents his own attitude regarding the "lies" others live rather than his own tendency to mislead. Beelzebub watches because the information he gathers validates his attitudes about the "lesser beings" that lurch about Creation; their pathetic existences serve an eternal reminder of how much they need his rulership, his control. When opportunities present themselves, Beelzebub forces his way, his desire, on those who have offended his perfect perceptions about how existence should be maintained. Beelzebub wishes to impose his strictures on others because he knows that others are weak and incapable of doing what is right without the proper motivation. Persistent watchfulness and reminders of imperfection are essential to ensuring adherence to the rules and regulations Beelzebub institutes. There is no individuality under Beelzebub's law since individuals are incapable of recognizing the value of others. There is no freedom as freedom leads to chaos. Existence is predicated upon the ability to follow the guidelines Beelzebub and Beelzebub alone institutes; those that fail to adhere to Beelzebub's rules are a disease that must be purged from the Cosmos. Only through persistent observation, programs, and purgings, can the dream of a perfect Cosmos be achieved. This can only occur through Beelzebub's guiding hand. This is the Hell that Beelzebub represents.

Beelzebub is certain of his position and his own perfection. He has no doubt that he is the closest thing to the ultimate power in Creation although he does recognize that there are a few who have found the means through magic or possessions to challenge his natural and rightful hegemony. Beelzebub is incapable of seeing his own flaws or limitations; he is likewise unable to recognize or value the strengths and works of others. In Beelzebub's mind, his way is the only way, his will the only will. However, Beelzebub believes that those incapable of achieving the level of perfection he represents cannot hope to so if not encouraged. An excellent example of this lies in the numerous cities across Maladomini that have been constructed since Beelzebub became Lord of the Seventh. Beautiful in design, each of these cities was constructed at Beelzebub's behest to serve as his capital in Maladomini. To date, Beelzebub has never remained in a single city for longer than a millennium. While the Lord of the Seventh commissions these constructions, he always finds flaws in the end result since his slaves and servants build the cities based upon his perfect plans. Still, Beelzebub will not sully his own hands in such work and has no problem ordering the building of a new city if only to force the imperfect to work towards becoming as close to perfect as possible. It is believed that Beelzebub will soon order the construction of a new city as he has found too many flaws with his current capital, Malagard.

In any event, Beelzebub controls every aspect of the Seventh Perdition. He knows who enters, who leaves (in both cases, knowing from which gates and portals), and monitors his servants regularly. Nothing happens in Maladomini unless he wills it. He holds court regularly, reminding others of his past and the perfect future he foresees when he rules all. Beelzebub tends to refer to

himself in the third person, and spends the bulk of his time developing incredible, infallible plots to bring down the Seven Heavens, destroy the demons of The Abyss, or lay low The Lady of Pain. Once he deals with Mephistopheles and Asmodeus, all of his dreams will be perfected.

It is safe to say that Beelzebub has no allies beyond Hell. Other beings simply cannot abide his arrogant self-righteousness. Of the few non-devils or Fallen with whom he is willing to work with, most have no idea that they have dealings with the Lord of the Seventh. In this sense, Beelzebub rivals Asmodeus in his ability to manipulate countless individuals as he works towards a goal. Beelzebub maintains an incredible amount of pent up hatred for the Realms Above, particularly Heaven. However, he counts his most significant foe outside of Hell as the Herald of Holiness, Mikhail. It was Mikhail who personally shattered Beelzebub's weapons during *The Great Fall* and cast him low. To this day, Beelzebub enjoys tracking the activities of those special to the Herald of Valor, striking them with diseases, madness, and worse. The Lord of Lies also holds a deep hatred for the Virtue of Justice, Asha, who is almost a Lawful Good mirror of Beelzebub, using his own spy networks to overcome The Order of the Fly. There is no one Defender of Freedom that Beelzebub counts as a primary foe, but all of them detest him to the last. Of all the Lords, Beelzebub is the only one known to have a personal enemy in the Scions of Anarchy, particularly Rennbuu and Xestomul. As he values symmetry and equilibrium, Beelzebub believes that slaadi should be wiped from the face of Cosmos. His Order of the Fly has orchestrated countless holocausts against slaad over the centuries and there are continued plans for more such actions. Beelzebub detests Rennbuu, the Scion of Colors, who values independence of form and expression, finding him an insufferable, talentless fool. Xestomul has long been a foil to Beelzebub since the Lord of Lies fell into Hell, striving to ensure that the Lord of the Seventh's "perfect plans" do not guarantee a predetermined future. Among divine beings, Beelzebub has gained the enmity of the entire Elven pantheon. Beelzebub hates elves because they represent everything against which he is opposed even while creating some of the most beautiful works of art and magic. Even the drow and their chief "goddess," Lolth, find cause to put aside their differences with their light-worshipping kin when it is determined that Beelzebub's shadow is near. Elves follow very closely behind slaad as the Order of the Fly targets enemies to Beelzebub's perfection.

In Hell, Beelzebub's alliances are based upon his own political needs. Aside from Asmodeus, Beelzebub wields the greatest political power among the Lords of the Nine. His Order of the Fly offers information to Dark Minister Corin's spy network and often participates with the Ministry of Morale in finding potential rogue devils. He has so much blackmail information on Dukes across Hell that he has little trouble calling in a favor or two when he needs something done. It is possible that without his political power, Beelzebub would have long since lost to the slightly stronger and better established Lord of Darkness, Mephistopheles, centuries ago. Still, Beelzebub does not abuse his political power, knowing that to do so would bring the combined wrath of the other Lords and possibly Asmodeus as well. The Lord of the Flies' greatest ally is undoubtedly Belial, the Master of Pains and Suffering. Although these two Lords are

not as strongly bound as Dispat and Mephistopheles, they were clearly the most successful of the Fallen. Indeed, this is the only reason Beelzebub maintains the alliance as he needs Belial to offset the threat of Mephistopheles' camp. With the *Dies Irae*, Beelzebub saw the loss of two of his other allies, Astarte and Moloch. He recognizes that Mephistopheles' camp, which already has the benefit of longevity and experience, may grow if Bael and Lilith decide to take up with a fellow "pure" devil. To that end, Beelzebub has made it very clear to the Lord of the Fourth that their continued alliance is essential to both of them maintaining their stations in Hell. However, neither Lord trusts the other and Belial is wary of his former leader's spies in Phlegethos while Beelzebub in turn frowns upon Belial's carnal desires. Among the other Fallen, Beelzebub is something of a legend. In spite of their respect for him as a group, the other Fallen know better than to expect Beelzebub's aid unless he can acquire something of value from them. The one Fallen with whom Beelzebub maintains little contact is Eblis, the Nemesis of the Heavens. After *The Great Fall*, these two paragons of angelic might parted company as Eblis was removed from Hell and Beelzebub embraced Perdition. There are occasions that Beelzebub finds it convenient to provide his former companion with information regarding the Heavens as they both continue to despise their initial masters. It is important to note that by "Fallen," one does not mean the Voyeurs as they were cast out long before Eblis and the others. The few Voyeurs in Hell loathe Beelzebub, who partook in casting them out of the Realms Above.

Even as Beelzebub considers the threat of Mephistopheles increasing his diplomatic associations with Bael and Lilith, the Lord of the Seventh has never turned away overtures from the Warlord of Avernus. Beelzebub respects Bael's political savvy and his ability to overcome the odds and overthrow a former Lord, even a Fallen. In this respect, Beelzebub has not forgotten the fact that Bael is treacherous and is slowly filling the Bronze Tower with spies with the future intent of blackmailing the Lord of the First. Beelzebub all but ignores the Heirs of Perdition. Of the two, the only one to have overtly made offers to him was Lixer, the Prince of Hell. Interestingly, it is in Glasya that Beelzebub has an interest. He respects the Princess of Hell's ability to effortlessly manipulate other Lords and wonders how much valuable information she could provide to him regarding her father, Asmodeus. With the other Lords, Beelzebub bears no special emotion, hating them all equally; it is known that Lilith blames him for her subservience to Moloch and plans to avenge herself. Needless to say, Beelzebub still counts Sammael as a foe. Although Beelzebub has not bothered with trying to assassinate him, the Lord of the Flies has plans for destroying the Poison of Perdition at the earliest possible time. Sammael, in return, takes any opportunity to assault Beelzebub or his activities. Although Beelzebub does not know it, he also has an enemy in Adremalech. While he remains ignorant of the true nature of his opponent, Beelzebub does know of the mysterious Order of Lie and its Hidden Lord. The idea that there is another, even more shadowy order in Hell besides his own Order of the Fly infuriates the Lord of Lies. It is said that Beelzebub has almost uncovered the identity of the Hidden Lord four times.

In all his dealings, Beelzebub is a study in courtesy, charm, and patience. In all his dealings save those with

Mephistopheles and Asmodeus. Beelzebub's hatred for the Lord of the Eighth borders on obsession. The Lord of the Flies sees so much wasted potential in his frigid neighbor that it offends him. In his mind, Mephistopheles is a prime example of why lesser beings should not be granted power or authority. Simultaneously, Beelzebub is unable to understand how Mephistopheles has managed to stymie his plots, how he has managed to counter his every move. Beelzebub cannot accept the possibility that Mephistopheles may be his equal in most ways, and may actually surpass him in others. There are few things the Lord of Lies wishes more than to crush Mephistopheles. One, of course, is his ultimate intent to rule the entire Cosmos. However, Beelzebub's most immediate and important goal beyond taking Cania and destroying Mephistopheles is to rule Hell and kill Asmodeus.

If Beelzebub sees wasted potential in Mephistopheles, he sees the evil reflection of the very same faults he laid at the feet of the Supreme Virtue in Asmodeus. Like his first mistress, Asmodeus is nothing more than a fool who unwittingly stifles perfection. True, Hell comes far closer than Heaven since it does not coddle, but surely, Beelzebub believes, Asmodeus must recognize that he is not capable of bringing about the kind of revolution the Cosmos needs. After all, Beelzebub looks to the fact that Asmodeus allows the other Lords to challenge him, and that he has created a situation that keeps Hell from spreading across the Depths Below. So many centuries and no successes reflect Asmodeus' inability to rule, his own imperfection. Yet, most importantly, Beelzebub tires of having to answer to anyone but himself. His humiliation at the hands of Asmodeus at the end of the *Dies Irae* revealed to him the clear possibility that his view of himself is wrong and this possibility must be confronted. The only means to do this is by destroying Asmodeus and taking the Serpent's Throne.

There are varied depictions of Beelzebub. This is expected considering that the Arch-Duke of Pride rarely leaves Malagard where he spends his time spying and dreaming. It is known that before his fall, Beelzebub appeared as a six-winged seraph that towered some 21 feet tall. Enveloped by soft, golden light, in this form Beelzebub wore a platinum crown and sung, rather than spoke, when he uttered a word. Upon his fall, Beelzebub retained most of his beautiful appearance, although there were some adjustments. Chief among them were his eyes; formerly exuding a soft golden glow, they become glass like and were multi-faceted like a fly's. Rather than gold light, he was surrounded with black and blue mist that was actually formed by thousands of small flies; when he spoke, his powerful voice often droned like a gnat. His wings lost their feathers and became clear like that of a giant insect. His crown melted away and, in addition to a pair of bull-like horns, two antennae also appeared on his forehead. It is unclear whether or not Beelzebub recognizes that his features have changed and most that see him do not immediately recognize his vermin-like qualities. In the end, it does not really matter as Beelzebub believes that, regardless of his form, he is the ultimate standard that none can ever meet.

Combat

Beelzebub does his best to avoid physical confrontation, finding it beneath his station. Instead, he believes

that his foresight and planning should allow him to avoid such nonsense. However, in the event that he “allows” for leeway in his plans that do bring about combat in which he is involved, Beelzebub is a lethal adversary.

Beelzebub always *calls devils* before calling on his Aura of Hell and retreating to the rear. Those beings that manage to withstand Beelzebub’s Aura of Hell are then subjected to his *crown of vermin*. Those still standing after this second round are barraged by Hell’s Fire and *creeping doom*. A fight that progresses past this point results in Beelzebub unleashing another blast of Hell’s Fire and using his Song of Perfection. Unless circumstances dictate otherwise, he will then repeat the process from the beginning anew. Only if pressed will Beelzebub engage in direct melee combat.

Aura of Hell (Ex): Beelzebub’s Aura of Hell can affect all creatures within 900 feet of him, with a Will save DC 66 allowed to negate the effects.

Call Devils (Sp): As a move action, Beelzebub can *call devils*. Nine times a day, Beelzebub may *call* a Duke of Hell, 9 pit fiends, or 18 lesser devils; devils so called have triple standard Hit Dice, to a maximum of 45 Hit Dice. Since these devils are *called*, they have the ability to *summon* other devils as their *Monster Manual* descriptions allow. Beelzebub has always been of the opinion that great generals lead from the rear, instructing their troops with the proper strategy and utilizing the appropriate tactics to ensure victory. As such, Beelzebub will *call devils* as soon as he finds himself under attack before retreating to the rear to cast all manner of terrible spells and effects. Beelzebub *calls* on cornugons over all others, valuing their extreme loyalty (as far as devils go), their healthy array of powers, and their organized and dependable nature. All cornugons are then expected to *summon* a troupe of hamatulas who then form an infantry. Beelzebub will *call* gelugons if it appears that his cornugons are not up to a task, but tries to avoid them since he knows that they are the favored devil of Mephistopheles. Only under extreme duress will Beelzebub call pit fiends, whom he perceives as spies for Asmodeus.

Diabolical Empowerment: Beelzebub uses his Charisma modifier for determining DCs for all saves.

Hell’s Fire (Su): Beelzebub may use Hell’s Fire 24/day, a ten-foot wide line of diabolical energy dealing 24d12 points of damage, up to 2100 feet away. Victims caught in the blast may Reflex save DC 66 for half damage. Beelzebub’s Hell’s Fire appears like a black bolt of negative energy surrounded by thousands of horribly buzzing and stinging flies.

Infernal Nobility (Ex): As the Lord of the Seventh, Beelzebub has a status equivalent to that of the gods. Beelzebub possesses a cosmic rank of 16. While in Maladomini (and anywhere else on Hell that Asmodeus allows), Beelzebub functions as a greater god with a cosmic rank of 19.

Lord of the Flies (Ex): Having grown accustomed to this once hated title, Beelzebub has embraced the idea of being Lord of the Flies. No manner of vermin will attack Beelzebub unless compelled to do so by a being that makes a successful rank check against him. Furthermore, no manner of insect-related spell, be it *insect swarm*, *creeping doom*, or *crown of vermin*, can harm, distract, or otherwise be a detriment to the Lord of the Flies.

Lord of Lies (Ex): So great is Beelzebub’s ability to tell people what they want to hear, so dreadful is his ability to proselytize the most decadent of thoughts into the grandest of dreams, that all that hear his voice risk falling under his power. When Beelzebub speaks, a barely audible buzzing or droning sound fills a radius of 700 feet extending from his person. All those the Lord of Lies selects within the radius must succeed in a Will save DC 66 or feel compelled to do whatever the Lord of the Seventh decrees for the next seven days. This effect is similar to the *suggestion* spell except that the victim believes that what he is doing is for the best and will promote the general good (or whatever is beneficial to the victim if the victim is of neutral or evil alignment). Any deed that does not directly and immediately betray the victim’s morals is considered acceptable. Cosmic and divine beings may seek to avoid this power through a successful rank check. The Lord of Lies may call on this power 7/day and may be used through his Master of the Web ability.

Master of the Web (Ex): Of all the Lords of the Nine (save Asmodeus), Beelzebub has the widest network of spies and informants. Spread across the Cosmos like maggots on a colossal corpse, this network is further bolstered by Beelzebub’s extremely powerful remote sensing ability. As a standard action, Beelzebub can perceive everything within a 16-mile radius at up to 16 locations 16/day for an hour at a time. This supernatural effect can take place anytime Beelzebub’s name or one of his titles is spoken and for up to an hour after it is spoken. Master of the Web crosses planar boundaries and penetrates all barriers. In order to breach an area blocked by beings of divine or cosmic rank, Beelzebub must make a successful rank check against them. He suffers a -9 penalty when attempting to use this power against the personal abode of a Lord of the Nine and the Lord in question is immediately alerted to the intrusion on a failure. The exception to this rule is Nessus, into which Beelzebub cannot see. This ability is not affected by *misdirection* or *nondetection* or similar spells; however, seven flies always appear in the given area, generally settling on a nearby surface, causing some to feel a terrible, oppressive presence as if they were being *screed* upon. Additionally, while Beelzebub can attempt to use this ability in an area protected by the *hallow* spell, he must penetrate the area as stipulated The Might of Hell ability; if he succeeds in breaching the area, the god is not alerted of his presence.

The Might of Hell (Su): Beelzebub’s presence is so terrible that he can corrupt an entire area with but a thought. Thrice per day as a free action, Beelzebub may *unhallow* an area equal to 1560 feet.

Price of Perfection (Ex): Beelzebub can aid a being in growing closer to perfection for a minor price. 7/day, Beelzebub can grant a being an additional level in the highest applicable class, or grant a person a level in a class if that person possesses an NPC (aristocrat, commoner, etc.) class. When this occurs, the client receives the maximum hp, skill points, any feats or bonus feats, and most other class benefits. However, the client does not receive any bonuses to saves and actually receives a -3 penalty to her Will save with each increase. These effects are cumulative and kept secret from the client.

Usually, Beelzebub will then send a servant to tempt the foolish client to a terrible, Lawful Evil act, hastening the client’s death and descent into Maladomini. Occasionally, Beelzebub will instead allow the victim to rise

to 21st level, or until she reaches a -21 penalty on her Will save. At this point, the victim is immediately required to make a Will save 66. If the victim fails, cornugons burst from the ground (or the sky, or the ocean, or from some other part of the surroundings) and drag the victim down into Hell. If the victim succeeds, she is required to make this save every day, incurring a cumulative -1 penalty each day. Only an *atonement* spell and a *quest* cast by a 31st level cleric can absolve the fool who agreed to the Price of Perfection. While the *atonement* eliminates the penalties and stalls the impending doom that awaits the victim for 21 days, the victim also loses all levels gained from the Price of Perfection while on his *quest*. If the victim does not complete the *quest* within 21 days, she is immediately dragged into Hell and is subjected to the Song of Perfection.

Protective Aura (Su): As a free action, Beelzebub can surround himself with a cloud of buzzing flies with a 20 foot radius. This acts as a double-strength *magic circle against good* and as a *minor globe of invulnerability*, both at 52nd level. The aura can be dispelled, but Beelzebub can create it again as a free action on his next turn.

Rotting Wrath (Ex): In the unlikely event that Beelzebub actually engages in melee combat, not only do his powerful strikes deal damage, but they also confer his Rotting Wrath. Similar to the effect of a *rod of withering*, this horrible attack is more potent, causing maggots to explode from a terrible, magically induced wound. While it deals the same 1d4 points of temporary Constitution and Strength damage (permanent drain on a critical hit), there is no save to avoid the effect.

Song of Perfection (Ex): Although Beelzebub has long since lost his angelic voice, the Lord of the Flies still finds power in song. Once every 1d4 rounds, Beelzebub may sing his Song of Perfection as a move action. All within a 70-foot cone, stunned with the quality of the Lord of Lies' voice, feel their souls purged of impurities when faced with the miniscule amount of the perfection Beelzebub delivers. A victim comes ever closer to the perfect servant envisioned by Beelzebub, one with great physical prowess and limited intellect and personality: the perfect slave. A victim that succumbs to the Song of Perfection, must make a Will save DC 66 to withstand the effect. If the victim fails, he immediately receives a +7 bonus to his Strength, Dexterity, and Constitution, while simultaneously suffering a -7 penalty to Intelligence, Wisdom, and Charisma. The effect lasts for seven rounds as the victim attempts to deal with utter, diabolical perfection. Encores of the Song of Perfection cause the bonuses and penalties to stack. If either the victim's Wisdom or Charisma reaches 0, he is immediately struck dead; he retains the physical bonuses and takes on Construct traits, but is otherwise utterly and totally subservient to Beelzebub. Only the direct intervention of god or cosmic entity can hope restore the victim. Such an attempt requires that the entity first make a successful rank check against Beelzebub, and then a successful caster level check against the Lord of the Flies.

Spell-Like Abilities: Constant—*detect good*; at will—*aid*, *animate dead*, *animate objects*, *baleful polymorph*, *bestow curse*, *blasphemy*, *charm monster*, *commune*, *contagion*, *continual flame*, *deeper darkness*, *delayed blast fireball*, *detect chaos*, *detect good*, *detect magic*, *dimensional anchor*, *dominate monster*, *flame strike*, *greater dispel magic*, *greater invisibility*, *greater*

teleport, *imprisonment*, *magic circle against chaos*, *magic circle against good*, *mass hold monster*, *mirage arcana*, *persistent image*, *polymorph*, *power word stun*, *resist energy*, *restoration*, *resurrection*, *summon monster VII* (as an evil or lawful spell only), *speak with dead*, *suggestion*, *symbol of pain*, *unhallow*, *unholy aura*, *unholy blight*, *wall of fire*, *waves of fatigue*; 3/day—*blade barrier*, *earthquake*, *mass charm monster*, *permanency*, *waves of exhaustion*; 9/day—*divine favor*, *demand*, *destruction*, *discern lies*, *enthrall*, *firestorm*, *geas*, *greater command*, *greater restoration*, *magic vestment*, *meteor swarm*, *repulsion*, *storm of vengeance*, *true resurrection*; 6/day—*accursed*, *hellball*, *oppress*, *tyranny*; 3/day—*wish*; 1/day—*power word blind*, *power word kill*, *prismatic spray*. Caster level 78th; save DC 40 + spell level. Beelzebub gains the granted power of the Nobility domain^{CW}, allowing him to inspire his allies as a standard action to grant them a +2 morale bonus on saving throws, attack and damage rolls, ability checks, and skill checks. His allies must be able to hear him speak for 1 round. This effect lasts 21 rounds and can be used once per day.

^{CW} Found in *Complete Warrior*.

Keen Vision (Ex): Beelzebub has low-light vision and 60-foot darkvision.

Spells: As a fallen solar, Beelzebub retains the ability to cast divine spells as a 65th-level cleric. Spells per day: 6/11/10/10/10/10/8/8/8/8/4/4; save DC 40 + spell level. Typical Cleric Spells Prepared: 0—*create water*, *guidance* (x2), *mending*, *resistance* (x2); 1st—*bane*, *cause fear* (x2), *curse water*, *deathwatch*, *divine favor* (x2), *doom*, *entropic shield*, *protection from good**, *resurgence*^{CD}, *shield of faith*; 2nd—*align weapon*, *calm emotions**, *cure moderate wounds*, *death knell*, *desecrate*, *eagle's splendor*, *find traps*, *lesser restoration*, *shatter*, *silence*, *status*; 3rd—*bestow curse*, *blindness/deafness*, *contagion*, *cure serious wounds*, *invisibility purge*, *locate object*, *magic circle against good**, *protection from energy*, *remove curse*, *wrack*^{CD} (x2); 4th—*cure critical wounds*, *dimensional anchor*, *discern lies*, *dismissal* (x2), *divination*, *divine power*, *giant vermin* (x2), *order's wrath**, *poison*; 5th—*break enchantment*, *dispel chaos**, *insect plague*, *righteous might* (x2), *slay living*, *subvert planar essence*^{CD}, *symbol of pain*, *true seeing* (x3); 6th—*banishment*, *cometfall*^{CD}, *find the path*, *geas/quest*, *heal* (x3), *hold monster**, *word of recall*; 7th—*bestow greater curse*^{CD}, *dictum**, *ethereal jaunt*, *greater scrying*, *reaching slay living*, *regenerate*, *slime wave*^{CD}, *quicken dispel magic*, *violated blade barrier*, *violated harm*; 8th—*antimagic field*, *brain spider*^{CD}, *dimensional lock*, *discern location* (x2), *earthquake*, *reaching harm* (x2), *shield of law**; 9th—*energy drain* (x2), *etherealness*, *dictum**, *implosion*, *miracle*, *storm of vengeance*, *violated fire storm*, *violated mass inflict critical wounds*; 10th—*dictum**, *quicken cometfall*^{CD}, *quicken heal* (x2), *quicken violated flame strike*; 11th—*dictum**, *quicken blasphemy*, *quicken destruction*, *quicken violated harm* (x2).

* Domain spells. Domains: Evil and Law (cast evil and law spells at +1 caster level).

^{CD} Found in *Complete Divine*.

Epic Spells: 8 per day. Epic spells known: *contingent true resurrection*, *create living vault*, *crown of vermin*, *curse of apostasy*, *damnation*, *demise unseen*, *dreamscape*, *enslave*, *epic counterspell*, *epic dispel magic*, *epic repulsion*, *esoteric aegis*, *greater epic mage armor*, *greater ruin*, *kinetic control*, *lord of nightmares*, *lure of*

loquacity, miasma of hatred, momento mori, nailed to the sky, peripety, pestilence, ruin, soul hold, soul scry, tyranny.

All-seeing Eye of the Fly: This major artifact allows Beelzebub to use the remote sensing and godly senses abilities as a god of his cosmic rank. The remote sensing is not linked to an area with his name spoken, or a site dedicated to him, but instead any location that Beelzebub chooses. However, the power does not function within 1 mile of any creature with divine rank.

Seven times per day, Beelzebub may spy upon someone who has spoken his name or title that day. He may freely view and sense through this person, regardless of defenses against mental effects, scrying, or even divine intervention. This power does function in the presence of beings of cosmic or divine power. However, Beelzebub is limited by the being he is sensing through. If that creature cannot see in darkness, Beelzebub cannot while using this power.

Once every seven days, Beelzebub may instantly slay someone by using this power. The targeted being must have spoken his name or title within the last 24 hours. They must succeed on a Fortitude save DC 66 or their internal organs are transformed into infernal flies. A number of hell-fly swarms equal to their HD pour forth from their facial orifices and attack all living creatures in the area. Beelzebub usually reserves this use of the power to punish traitors.

The origins of this potent artifact remain nebulous even to those that are unaware of its existence. Certain scholars claim that it was presented to Beelzebub by Asmodeus when the Lord of the Flies first bowed his head to his new master. Others claim that he possessed it before his Fall and that the Eye was corrupted into its current state in a manner paralleling Beelzebub's own disgrace.

Summoning Beelzebub

Beelzebub's summons is arguably the most exacting of the Lords of the Nine in terms of requirements and attention to detail. Some scholars have noted that the exact procedure has changed over time in minor ways, and thus those determined to treat directly with the Lord of the Flies are warned to use only the most credible, informed sources in ascertaining the specific rites necessary for his summons. Indeed, Beelzebub is aware long before the time of attempted summons of an individual's desire to speak with him; it is always with the aid of the Order of the Fly that an invocant is able to determine the most elusive elements of the procedure.

A successful summons demands that the place of summoning be fit for Beelzebub's august presence. Three *magic circles* must be prepared: one using the typical silver dust, a second within dusted instead with carat gold, and the innermost circle prepared using dust of platinum. Within the innermost circle, perfectly aligned so that it is central to the *magic circles*, must be prepared a dais of polished marble precisely seven feet in diameter; the closer the dais is to being of perfect proportions, the better it will go for the invocant. Wise summoners understand that magical aid is required to achieve the truest results in this matter.

The room itself must be a perfect cube, or as close as the summoner can achieve to this ideal. As with the dais, imperfections, however slight, will disappoint and possi-

bly insult the Lord of the Flies; magic aid should once again be sought. Beelzebub allows no more or less than nine invocants; of those nine, all save the chief invocant must be blindfolded (or blinded), unworthy as they are to look on the perfection of the Lord of the Seventh. Even the chief invocant, upon the arrival of Beelzebub, must look away unless invited by the Lord of the Flies to do otherwise; this is achieved simply by prostration before the dais (and has the added affect of possibly pleasing Beelzebub).

Each phrase must be enunciated perfectly; the slightest flaw in pronunciation ruins the incantation, bringing calamity upon the invocant (see below). Of course, those in the room may not know this until the last rites have been observed. Should the invocants survive a ruined incantation, they are free to try again, however all materials used in the failed rite are visibly corrupted and thus unsuitable for a second attempt – even the room and dais will have warped away from their proper shapes.

Should the rite prove successful, a single, resonating note will sound throughout the area, followed in succession by six more notes, forming into a perfect chord; behind this marvel of music, a slightly irritating buzz will be heard. From the four corners of the room, motes of light will flash in towards the dais, gathering there and swarming. The buzzing sound will seem to grow in volume, though it never actually drowns out the choral effect, as the swarm of light grows; the light will steadily fade from the swarm until an immense column of flies remains in its place, bereft of glory. In a final, stunning note, light will flash one last time from the column; when it fades, Beelzebub can be seen in its place.

There is no doubt as to who controls the audience. Beelzebub is quick to dominate conversation, correcting pronunciation, philosophy and purpose, and using his knowledge of the invocant's imperfections as leeway when determining the nature of any contracts. He will, of course, seek to offer his Price of Perfection boon; however, he is able to aid in other ways by means of his other powers and, of course, his network of spies and political power.

The audience having drawn to the conclusion to which the Lord of the Flies must have pre-determined, Beelzebub points dramatically to the dais upon which he stands, rising a little from the floor. The dais disintegrates into a fine dust; none may stand upon the footstool graced by the Lord of the Seventh. He opens his mouth and begins to sing an unholy hymn, and his voice is terrible in its perfection. Once again, the buzzing noise grows; as he hits the crescendo, the Lord of Lies seems to burst apart, as an immense swarm of flies quickly fills the room. This swarm persists for exactly seven rounds, during which time any creature in the room must make a Fort save DC 66 or be nauseated as a result of swallowing some of the flies (1d6+1). These flies are otherwise harmless, but live indefinitely within the creature, and allow Beelzebub to offer a *suggestion* to the creature 1/day with a Will save DC 66, or to *dominate* the creature once per year (Will save DC 66; lasts seven days); he need not be in the presence of the creature to do so, and is able to concentrate and determine the location of the creature. One fly dies for each time that the creature is *dominated*; when all flies have died, this particular influence of Beelzebub ends.

In the event that the summoners mar the invocation, the swarms deal 7d6 damage each round to all in the room; failure on the Fort save DC 66 not only leave the

creature retching as it swallows flies, but also drains it of 1d6+1 points of Constitution. A successful save halves the Constitution damage.

MEPHISTOPHELES **Lord of the Eighth**

Looking over the board, Imperious Sebastianian considered all the possible outcomes of his move. With great care, he repositioned an onyx shard, removing his opponent's piece with some satisfaction. "Your move," he said with a confident grin.

Sebastianian looked over at his opponent, who had left the small table during the Imperious' deliberations. He was staring outside his keep's window into the pristine, icy land the Imperious ruled with cold efficiency and stoic decisiveness. Indeed, it was only during moments when his research brought him a new servant for his bed or when he defeated those who would challenge the game his forefathers created that Sebastianian showed any emotion. His opponent, however, had not shown any emotion since his arrival. The man was tall and slender and dressed in regal, white robes of a cut unfamiliar to Sebastianian despite his years and breadth of travel. As the man stared out at the snowing twilight, Sebastianian felt annoyance at his opponent's disregard for tradition in playing the Game.

"Excuse me, sir," Sebastianian said coolly, "but it is your move..."

The man turned around slowly and Sebastianian was again annoyed that he could not recall his name. Had he been a different man, one with any degree of courtesy or politeness, he would have humbly asked for the man's name. Suffice it to say, he was not a different man. After all, he controlled the entire Glade of Eternal Spring through ruthless efficiency and success brought on by his studies. Yes, it required certain... arrangements to ensure his power, but he could not recall what those arrangements were they took place so long ago. What he did know was that they were worth it. Just yesterday he accomplished his life's goal: the binding and ravishing of the Glade Queen. Now her power was his, as was her land. His research, his scholarship, had been well worth whatever price. And now, to top it off, this stranger appeared to challenge him for a small price he claimed owed to him and challenged him to his family's game for payment. A worthwhile distraction, the Imperious thought initially. Now, considering the direction of the game, it seemed like a waste of time.

The opponent hardly regarded Sebastianian with a chilly glance as he moved stiffly to the table. After a cursory look at the table, the opponent repositioned one of his pieces without so much as threatening Sebastianian's pieces.

The Imperious shook his head in pity. "You aren't trying, are you?"

"What would be the point?" Icy blue eyes regarded Sebastianian fully for the first time since his arrival. The man's face was saturnine and seemed almost frostbitten if he did not know any better. A perpetual frown marked his dusky face and the air around him seemed... dim. Sebastianian knew a fellow conjuror when he saw one and knew such tricks to be par for the course for the less talented. Still, his opponent's carelessness was bothersome.

"The point," Sebastianian answered as though speak-

ing to a foolish child, "is to collect whatever it is you think I owe you. And, I truly suspect," he added, ignorant of the pride in his voice, "to prove yourself better than me."

"This fact is in doubt?"

Sebastianian offered a dead smile as he breathed in on his hands. The draft from the air was cooling down his solarium quickly. With a wave of his hand, he closed the window and returned his attention to the Game.

The silence lasted briefly as the Imperious made his next move. In a supremely confident tone, he responded to his opponent's presumptuous comment, "Well, certainly. One can't always win."

His opponent arched one black eyebrow. "I suppose you cannot." Cold air escaped from his mouth.

Despite having closed the window, the room seemed to have gotten colder. Sebastianian was distractedly rubbing his hands together as he watched his rude opponent with sudden anger. His opponent made another quick move. Sebastianian started as studied the board carefully. Amazingly, his opponent left few openings with this careless maneuver. He attempted to strike up a conversation as he contemplated his next move. "You know that this game is hundreds of years old?"

"Is it now?" The opponent steepled his hands, which had long, slender fingers with black lacquered talon-like nails.

Sebastianian was tapping a finger on his lip while his other hand toyed with one of the pieces. His annoyance finally crystallized on the surface as he snapped, "You don't believe me?" He suppressed a shiver as he slowly placed his piece.

"I merely question your intellectual grasp of the facts." The voice was barely a whisper and leaked with venom.

Sebastianian, unaccustomed to being spoken to in such a manner, started to glare at his guest, but something about his opponent's eyes gave him pause. A strained smile cracked his face briefly. "Allow me to clarify," he said as he flexed his fingers several times to get the blood flowing back into them. Where was this chill coming from?

Sebastianian went on to explain the history of the game, how his ancestor had created it as a battlefield strategy device for young officers. He explained how his family had gained great power and prestige throughout history as a result of their command of the game and the tactics it required. No army could defeat them on the battlefield; no political opponent could outwit them in court. As time went on, the game passed from a tool for tactics to an amusement for intellectuals, but his family still maintained their command of the game as a tradition. All the while the contest continued, although Sebastianian found that his opponent had made numerous significant errors. To think he was worried for a moment. He smiled from the inner warmth of impending victory as he wrapped himself deeper in his robes. Were it not for tradition, he would have gotten up to light the fire ages ago.

"As a matter of fact," the Imperious concluded as he made the game-winning move, "it has been said that I am the greatest player our family has seen in ages." He waved frostbitten hands over the board, a horrid smile frozen on his face. "As my victory clearly indicates," he chattered.

"A construction of your fool's wit. Your storytelling skills lack as much as your command of the facts."

"How dare you –?" Sebastianian began as he tried and failed to rise from his chair. He gasped in horror as he realized his joints were stiff and his extremities numb.

His opponent rose from his seat to tower imperiously over him. Sebastian watched in awe as his opponent began to change. The whisper of a voice deepened and the ice-blue eyes flashed menacingly.

"Enough of your prattle. Omniscient I am not, yet many things I know. The Game is not hundreds of years old; it has existed for eons. It has seen the rise and fall of countless worlds much as I myself have, for I am its creator. It was brought here to this world ninety generations ago, when your patriarch engaged in an arrangement with me. Much like the one you made with me twenty-four years ago."

The opponent had drawn himself up fully now, standing nine feet in height. His sooty skin was now an almost crystalline blue-black, a stark contrast to his white and silver robes. Frosty tendrils wisped from the creature's body and a pair of great horns curved from its forehead. "Like your patriarch, you sought knowledge and truth. And, like your patriarch, you spent that knowledge well. How many nymphs and dryads did you enslave to your will? How sweet was the Glade Queen's kiss?"

The creature sneered, revealing ice-white fangs in his mouth. Sebastianian heard the crystal pieces crack from the cold the creature emanated. "The fruit of knowledge and truth. And, as with your patriarch, tradition will be maintained. As I left this mortal coil with his soul, so too shall I depart with yours." Great, black wings unfurled from the creature's back as a blast of cold air coalesced in its clawed hand. A crystal ranseur appeared, its barbs illuminated with frost, fire, and lightning. The creature tapped the ranseur on the ground, issuing a sound akin to that of shattering bone.

Sebastianian struggled mightily now, but it was no use. He felt nothing as the layers of frost became as razors and began to slice through his extremities, seeking to reach the spark within. An undignified whimper escaped his frozen lips. "Who... What are you?"

His opponent almost smiled. A voice seemed to sound in his head as the tendrils of cold reached his soul. Memories rushed back with the force of a glacier. Memories twenty-four years old, which he had conveniently forgotten.

"Mephistopheles!" Sebastianian's cracked lips bled as they voiced the identity of his opponent. Tears welled in his eyes, cutting them as they froze to ice.

"Yes. The first correct statement you have uttered today." As Sebastianian's body fell apart, Mephistopheles glanced at the game board, and an unseen hand made the true last move of the game. Sebastianian heard one last thing from the devil as his frozen soul plummeted into Hell.

"Checkmate."

Arch-Duke of Cania

Wizard 10/Loremaster 20/Archmage 5

Large Outsider (Abomination, Evil, Extraplanar, Lawful)

Symbol: A stylized, diabolical dark-blue head encased in a silver diamond on an inverted black triangle.

Cosmic Rank: 16 (19 in Cania)

Hit Dice: 53d8 + 25d4 + 1,056 (1,620 hp)

Initiative: +17 (+13 Dexterity, +4 Improved Initiative)

Speed: 120 ft, fly 250 ft. (perfect)

Armor Class: 79 (+13 Dexterity, +34 natural, +13 deflection, +9 profane, +1 dodge, -1 size), touch 45, flat-footed 66

Base Attack/Grapple: +70/+86

Attack: *Cold Soul* +89 melee (2d6+26 plus 2d6 unholy plus 3d6 elemental/x3 plus 9d6 elemental and 3 negative levels); or claw +81 melee (4d6+12); or wing +81 melee (2d6+6); or spell +82 melee touch or +83 ranged touch

Full Attack: *Cold Soul* +89/+84/+79/+74 melee (2d6+26 plus 2d6 unholy plus 3d6 elemental/x3 plus 9d6 elemental and 3 negative levels); or 2 claws +81 melee (4d6+12) and 2 wings +76 melee (2d6+6); or spell +82 melee touch or +83 ranged touch

Space/Reach: 10 ft. /10 ft.

Special Attacks: Aura of Hell, call devils, Cold Shoulder, Hell's Fire, Might of Hell, Soul Freeze, spell-like abilities, spells, Spiritual Desolation

Special Qualities: Abomination traits, blindsight 500 ft., Damage reduction 40/anarchic, epic, good and silver, Diabolical Decree, Diabolical Empowerment, Diabolical Prowess, divine immunities, Dread Secret, greater lore, high arcana (arcane reach, mastery of counterspelling, mastery of elements, mastery of shaping, spell power), immunity to fire and poison, Infernal Pact, Lord of the Nine, lore, regeneration 24, resistance to acid 40 and cold 40, secrets (applicable knowledge, dodge trick, secret knowledge of avoidance, secret of inner strength, the lore of true stamina), spell resistance 79, Stoic Spellcaster, telepathy 1,000 ft., true lore

Saves: Fort +59, Ref +60, Will +57

Abilities: Str 34, Dex 36, Con 35, Int 53, Wis 30, Cha 36

Skills: Appraise +97 (+107 alchemical items), Balance +41, Bluff +89, Climb +37, Concentration +108, Craft (alchemy) +117, Craft (bookbinding) +77, Craft (calligraphy) +77, Decipher Script +117, Diplomacy +95, Disguise +13 (+21 when acting in character) Escape Artist +43, Gather Information +84, Hide +42, Intimidate +107, Jump +41, Knowledge (arcana) +127, Knowledge (geography) +90, Knowledge (history) +117, Knowledge (nature) +85, Knowledge (nobility & royalty) +95, Knowledge (local [the Nine Hells]) +117, Knowledge (the planes) +117, Knowledge (religion) +117, Listen +70, Move Silently +43, Perform (oratory) +53, Search +97, Sense Motive +96, Spellcraft +135 (+145 for scrolls), Spot +81, Survival +40, Swim +37, Tumble +39, Use Magic Device +99 (+119 for scrolls).

Feats: Chain Spell, Corrupt Spell-like Ability^B, Corrupt Spell, Craft Magic Arms & Armor, Craft Staff, Craft Wondrous Item, Dark Speech^B, Delay Spell, Empower Spell, Energy Admixture (cold), Enlarge Spell, Eschew Materials, Extend Spell, Heighten Spell, Improved Initiative, Maximize Spell, Repeat Spell, Silent Spell, Scribe Scroll, Skill Focus (Spellcraft), Spell Focus (all)^B, Still Spell, Twin Spell, Violate Spell.

Epic Feats: Craft Epic Magic Arms & Armor, Craft Epic Staff, Craft Epic Wondrous Item, Enhance Spell, Epic Evil Brand^B, Epic Skill Focus (Knowledge [arcana]), Epic Skill Focus (Spellcraft), Epic Spellcasting, Improved Heighten Spell, Intensify Spell, Multispell (x6).

Environment: Mephistar, Cania, the Eighth of the Nine Hells of Perdition

Organization: Solitary (Unique)
Challenge Rating: 66
Treasure: *Cold Soul*, quintuple standard
Alignment: Lawful Evil

In the Eternal Pit of Hell, there is nothing that does not serve the promotion of organized Evil. Whether it is war, meaningless toil, wealth, sex, hunger, nature, or the need to improve, all things can find their dark side in Hell. Of all the elements of existence warped by Hell, knowledge is perhaps the most affected. To many, the pursuit of knowledge has become an end unto itself. Knowledge for the sake of greater understanding or deeper wisdom has caused many, mortal and immortal alike, to disregard the emotion, the value, of their pursuits. To these, emotion is a shackle that drags them down, limiting their ability to look objectively, coldly at what lies before them in order to learn more. Of course, many such seekers believe that what they are doing is, at the very least, beneficial to the rest of the Cosmos if not necessarily righteous. For the healer, new insights in strengthening the body without magic is far greater than caring about the annoying pleas of the test subject who undergoes excruciating pain in the name of knowledge. For the lawyer, who uncovers ways to manipulate the law to the benefit of his crooked client, never concerned about those who suffer from his client's wiles. For the wizard who seeks to peer into the Realms Beyond, having no need for faith, companionship, compassion, or love as she seeks to ascend the pinnacle of wisdom. To these, knowledge in pursuit of a greater, objective meaning is what drives them. For these, who seek to eliminate the lingering shackles of morality and light, Hell often opens its lusting maw, wherein countless others who likewise sought to know at the expense of loving now dwell. In Hell, in the endless expanse of cold, waits the lord of those who seek to know and abandon light in their goal. In the freezing depths of Cania, they too late realize the fallacy of their pursuits, the sophistry in their arguments. The see that in seeking to gain, they have done nothing but lost. Yet, in Cania they find that their patron, powerful though he may be, is no better than they in this regard. Like his victims and servants, Mephistopheles, the Lord of the Eighth, in the depths of his damned heart knows naught but loss.

Mephistopheles is the quite possibly the most powerful of the Lords of the Nine after Asmodeus. Within Hellish lore, it is often said that he is the oldest as well. According to frigid dirges occasionally sung in Cania, the Lord of Darkness was said to have risen deepest and first in the pit among the malefircareim. The very same songs claim that he was the first to gather others to him in a bid to cast down lesser hellspawn. He was Verrier's most terrible rival and, according to the songs, would have cast down Hell's Pawn had not Lucifer appeared. The greatest of intellect among the hellspawn, Mephistopheles did not prove to be the wisest as he was prepared to battle against the Lightbringer. However, the power of The Overlord overwhelmed him and forced him to his knees with a choice - eternal oblivion or serve under but one other. The Arch-Duke of Cania selected the latter option and, in doing so, he became the first to receive his own layer, the first to be served by various Dukes of Hell and other lesser devils, and the first to condemn mortals to Hell. He was the first to openly challenge The Overlord of Hell for the Serpent's Throne and

the first to fail. He is also the first and only one of the Lords and probably all of Perdition to recognize that, in the grand scheme of things, nothing matters and that in the darkness in which he and his peers dwell, nothing ever will. And, like the fool he knows himself to be, Mephistopheles strives to create meaning by seeking out a deeper meaning in the organized Evil he serves, all the while knowing that this knowledge cannot and will never exist.

Mephistopheles is a cold-hearted tyrant. Utterly merciless, he is almost completely devoid of emotion and spends as much of his time computing, experimenting, reading, and studying as possible. When not engaged in these activities, he seeks out mortals that lust for power and knowledge or else initiates a new plot to cast down his rival Beelzebub or overthrow his hated master, Asmodeus. One thing Mephistopheles never does is consider how pointless his pursuits are or consider the darkness that has gnawed his soul for as long as he can remember. To do so, he unconsciously knows, will cause him to descend into the despair that he just barely keeps at bay. One could say that all of what Mephistopheles does is to ignore the darkness that he sees hovering just beyond his gaze. His dedication to knowing, to understanding, is utterly empty of compassion and wisdom and it is due to this that Mephistopheles shall eternally find no solace through his great mind. Still, as a paragon of Hell, Mephistopheles cannot help but become embroiled in the intrigue and violence of the Pit and few have ever bested him.

During the rule of Lucifer the Satan, Mephistopheles was very open and aggressive with his desire to rule Hell. He concocted countless plots to bring about Lucifer's downfall and was among the first Lords approached by Asmodeus when it was clear that the flames of Hell were about to change. However, Asmodeus betrayed Mephistopheles and took the Serpent's Throne for himself. Although Mephistopheles still does not hide his ambition, he is far more subtle about his goals and desires. He remembers how Asmodeus manipulated and used him to achieve his power, and he has seen the likes of Adrammelek, Astaroth, and Sammael removed from their lordships by The Overlord of Hell, and quietly fears that such a fate could happen to him if he is not more careful.

It was this new discretion that saved Mephistopheles from being overthrown in the not too distant past. For untold centuries, the pit fiends and some Dukes of Hell that lived in the Eighth challenged Mephistopheles, as they were well aware of his desire for Asmodeus' throne and the political weakness this created for their Lord. Their interference and intrigue cost him dearly as he tread carefully to maintain Cania lest some arch-devil or other Lord of the Nine decided to take advantage of Mephistopheles' tentative control. Eventually, such a devil did indeed appear, one Duke Molikroth. In short order, Molikroth overthrew Mephistopheles with the help of the pit fiends and a few Dukes of Hell. For a time Molikroth ruled until, upon hosting a grand celebration with his accomplices, he revealed that he was truly Mephistopheles. With the proof of their insurrection revealed, the few who continued to be loyal to the Lord of Cold overcame the traitors who have since disappeared from Cania.

The success of this plot temporarily bolstered Mephistopheles, who eagerly pushed his rivalry with Beelzebub to its limits. It could be argued that Mephistopheles

was responsible for the beginning of the *Dies Irae* for without his increased aggression against the Lord of the Flies, it may never have started. In any event, Mephistopheles' actions in the *Dies Irae* cost him almost everything. Like most of the other Lords, Mephistopheles was allowed to maintain his status as Regent and now concentrates most of his internecine interests exclusively against Beelzebub and, on occasion, Leviathan, as he seeks more subtle means to address his hated master. Indeed, Mephistopheles has redoubled his efforts to increase his supply of powerful souls, believing that he may find the means to rid himself of his diabolical enemies through their power.

Among mortals, Mephistopheles is best known for his temptation of powerful, brilliant men and women. Two of the tales that have spread across the Cosmos revolve around Theophilus and Faust. In both cases, the Lord of Loss was summoned to the mortal coil by these powerful men, both wizards. In both cases, Mephistopheles agreed to broaden their intellects in return for their souls after a certain period of time. And in both cases, Mephistopheles' gifts corrupted their souls and destroyed their mortal lives. However, their ends were not identical. In Theophilus' case, the great wizard overcame his despair and set aside his pride even as he fell in love with a poor woman (called Gretchen by some and Margaret by others). These acts of contrition and his willingness to make right the wrongs he caused in his pursuit of cold knowledge allowed Theophilus to atone for his sins and, upon his death bed, a wrought Mephistopheles was denied his prize – Theophilus' soul – by the presence of Theophilus' world's god of justice and mercy. However, most of Mephistopheles' contracts end in a manner similar to that of Faust. While Theophilus abandoned pride and despair, Faust – having seen the depths of Hell and balking at the limitation of righteousness – embraced his despair and continued to seek knowledge, although all too soon even what he knew failed to please him. In his world, Faust would die alone and in terrible agony, his body found in neatly stacked pieces in his castle chamber, ice and snow covering the entirety of the room. Most know the lesson of deals with devils and deals with Mephistopheles are among the most deadly. Still, these tales have not stopped those seeking to expand their minds from calling on the Lord of Darkness.

Mephistopheles is probably the Lord most frequently called to the mortal coil and the Lord personally responsible for casting the most souls into Perdition. He values knowing for knowing grants understanding which leads to the ability to control which in turns leads to power. Mephistopheles caters to those who have scorned physical strength (and were perhaps abused by it) and seek to bring Creation to its knees through their understanding. Of course, many would be servants of Mephistopheles fail to recognize this aspect of their being. To be sure, there are many that pursue knowledge for other ends, who truly wish to make the life better for others, who are filled with love or at least compassion, recognizing that the reason to know is to improve the soul. Yet, those that fall to Mephistopheles' way of thinking are not interested in their souls. They are interested strictly in their minds and their ability to impose their minds on others. Yes, many believe that they are driven to know because they can make lives better, but they will not offer those they deem as lessers a choice in accepting their discoveries for such are too ignorant and stupid to recognize that they have no idea what is good and right

for them. All those of this mind are unwitting servants of the Lord of Loss, unwitting servants of Hell.

Between searching for more mortals to damn, Mephistopheles does little more than study and pursue greater knowledge and power. Within Hell, the Arch-Duke of Cania is feared and hated more than any other Lord save Asmodeus, his cold countenance and frigid arrogance having insulted everyone. Still, there are a few that are willing to tolerate the Cold Lord's insufferable arrogance from time to time. Chief among these is the Lord of the Second, Dispat. Of all the Lords, Mephistopheles and Dispat have the closest relationship and are fairly loyal to each other. Still, Mephistopheles can barely tolerate his brother's lethargy and cowardice and only deals with him when necessary. The Lord of No Mercy rarely finds a reason to deal with lesser nobles beyond his court, although he has a mild and growing interest in the Prince of Hell. While Mephistopheles could care less about Lixer himself, he suspects that the Emperor Scion's knowledge of necromancy would be extremely useful in his hands. So far, Mephistopheles has allowed a chilled diplomatic relationship to form between him and the Prince as he considers how he could get away with consuming Lixer and his knowledge without raising Asmodeus' ire. Beyond Hell, Mephistopheles has passing acquaintances with gods and cosmic entities of knowledge. He counts none of them as allies, but quite a few as rivals and foes. He loathes Mystra (in all of her incarnations) as he has yet to uncover the secrets behind her control of her world's Weave, which he believes if duplicated in Hell would catapult him to the bottom of Nessus. He finds no cause to begin an enmity with Boccob, although his stoics have often run awry of the Uncaring's servants. Within The Abyss, Mephistopheles has no allies and counts all of the ravening hordes as foes although he holds a special hatred for Diabolus, a former servant that robbed him millennia ago. He also detests Graz'zt, who stands as his evil antithesis. While Mephistopheles scorns emotion and physical lust in his pursuit of knowledge, Graz'zt offers both knowledge and sex to those who would accept his embrace. It is unknown whether these two evil creatures have ever met in person, but if such a day ever arrives, it will be a dreadful one. Although he claims that The Wastes have little to offer him or his servants, Mephistopheles has secretly wondered if he would find kindred spirits in the plane of despair. Since Mydianclarus took the *Siege Malicious* and became The Oinodaemon, Mephistopheles has contemplated establishing a secret alliance but has yet to do anything for fear of what happened to Sammael happening to him.

It is within Hell that Mephistopheles finds his most hated foes. One of his greatest is Leviathan, the self-styled Prince of Stygia. Since the time that the Eternal Traitor originally ruled the Fifth Perdition, he has mocked Mephistopheles by taking cold as one of his totems. Furthermore, not only does Leviathan seek to overthrow Asmodeus, he has also routinely sabotages Mephistopheles' plots. Since the Prince's return, the Lord of Loss has filled Stygia with many spies and does all he can to stymie Leviathan's attempts to escape his icy prison. Yet, while Mephistopheles hates Leviathan, his true loathing is reserved for Beelzebub and the feeling is mutual. These two devils have hated each other since the latter's arrival in Hell untold millennia ago. It was this rivalry that led (at least in part) to the *Dies Irae*, and many scholars believe that if there is a change in

Hell, it will be due to the machinations carried out by either or both of them. Mephistopheles' cold hatred for the former seraph stems from a variety of factors. On the surface, Beelzebub and his ilk brought offensive change to Hell. The only changes Mephistopheles wishes to see are those which he institutes; to have these upstarts appear and so quickly transform the face of Hell (and to do so with such success, no less) is an insult Mephistopheles claims to be unable to abide. Furthermore, Mephistopheles has always known that Beelzebub desired the Serpent's Throne for himself, a desire Mephistopheles fears could undo him. In order to combat his rival, Mephistopheles has established alliances with other "true" devils, chief among them Dispat. He also maintains contacts with deposed Lords like Geryon and Samael. Although he does not trust him, Mephistopheles is considering the strategic advantage having Bael as an ally would bring and may eventually succumb to the Pretender's overtures for alliance. However, these rationalizations for his enmity with Beelzebub are utterly false. In a truth Mephistopheles is barely subconsciously aware of, the Lord of No Mercy sees how pervasive despair is if it can cast down one as formerly good as Beelzebub. The fear of this being a universal truth deepens Mephistopheles' own meaninglessness and forces him to confront it. It could be said that, aside from his pursuit of the Serpent's Throne, the Lord of Loss' war with Beelzebub is the only thing that keeps him from destroying himself.

It must be wondered why, if Mephistopheles finds nothing but despair in his quest for knowledge, he seeks to take the throne of The Overlord. The truth is, while in the depths of his being he knows otherwise, Mephistopheles hopes that the pinnacle of organized Evil will grant him the answers to his questions. Mephistopheles believes that he can make a reality of the illusion of meaning that Asmodeus and his predecessor provided if he sat on the Serpent's Throne. It is unclear if Mephistopheles has given much thought to the tremendous power both Asmodeus and Lucifer have exhibited. Just as he knows how meaningless his evil is deep in his subconscious, it is probable that Mephistopheles has long since realized that he has no chance of ever defeating Asmodeus and that the current Lord of the Ninth and Lucifer are one and the same. However, as overthrowing Asmodeus is the means to his assuming the ability to truly give meaning to Evil, Mephistopheles continues to lie to himself about this as he has about many other things. Asmodeus is fully aware of Mephistopheles' struggle; after all, The Overlord himself knows that what he represents is an illusion to give meaning to meaninglessness. Asmodeus allows Mephistopheles to exist because the Lord of Loss is the pinnacle of what corrupt knowledge in the name of an illusion represents. Besides, Asmodeus feels that allowing Mephistopheles to die would be a release for the Lord of the Eighth and he much prefers seeing his oldest child and servant suffering.

Mephistopheles is perhaps the most classically diabolical of the Lords of the Nine. Nine feet tall, Mephistopheles has long horns jutting from his forehead, over his slanted, glowing ice-blue eyes. His body is almost always covered in grandly elaborate and flowing pristine white robes and capes (studded with diamonds), concealing his slender, but athletically built, utterly blue-black body. He sports two massive, dragon-like wings, and his long hands end in hooked talons. A frigid mist sur-

rounds his body; small plants have been known to perish from frost in his passing. Mephistopheles speaks with a chilling whisper, his breath escaping with frigid plumes of smoke. It is said that Mephistopheles has never laughed and that the only time he shows any emotion is when a plot of his failed, unleashing a blizzard of rage, or on the rare occasion a chilled smirk cracks his face when he damns a soul to Hell.

Combat

Mephistopheles hates fighting. Although he is not a coward, he finds hand-to-hand combat barbaric and lacking any sense of decorum or style. However, if it is obvious that fisticuffs are necessary, Mephistopheles does not hesitate to bloody his claws.

Mephistopheles will begin every combat with Spiritual Desolation, seeking to eliminate as much competition as possible. Then, he will call on his Aura of Hell and his Might of Hell (usually attached to *dispel magic*). From there he will cast *greater dispel magic*, *reaving dispel*, or *mage's disjunction* on his adversaries, depending on what he has prepared. He will then unleash a salvo of Hell's Fire along with corrupted *delayed blast fireballs*, *polar rays*, and *meteor swarms*. Mephistopheles will often convert his elemental spells to the cold descriptor with his mastery of elements; if his foes resist cold, he will select whichever element he believes will be most effective. Against foes that seem particularly difficult to affect with cold spells, the Lord of No Mercy is quick to unleash his *first taste of winter* upon them followed by *Mephistopheles' Frore Blast*. His incredible intelligence allows Mephistopheles to determine the most dangerous threat quickly, and he likes to concentrate on one foe at a time if at all possible. If it becomes clear that he is actually taking substantial damage (if he loses ¼ of his hit points), Mephistopheles will call 18 gelugons and instruct them to summon more devils. If he feels it necessary to retreat, Mephistopheles will always call 18 more gelugons before *greater teleporting* away to safety; there is a 25% chance that he will Soul Freeze a group's most powerful spellcaster, believing that for any group to come so close to defeating him, such a prisoner may have information he could use in his desire to overthrow Asmodeus.

Aura of Hell (Ex): Mephistopheles' Aura of Hell can affect all creatures within 900 feet of him, with a Will save DC 67 allowed to negate the effects.

Call Devils (Sp): As a move equivalent action, Mephistopheles can *call devils*. Nine times a day, Mephistopheles may *call* a Duke of Hell, 9 pit fiends, or 18 lesser devils; devils so called have triple standard Hit Dice, to a maximum of 45 Hit Dice. Since these devils are *called*, they have the ability to *summon* other devils as their *Monster Manual* descriptions allow. Mephistopheles detests physical confrontations and is certainly not interested in fair fights, so he will begin calling devils as soon as he loses ¼ of his hit points. Although he has managed to quell the pit fiend uprisings in Cania, Mephistopheles still harbors no trust for these devils, so he is unlikely to call on their aid. He prefers gelugons to all other devils.

Cold Shoulder (Ex): Mephistopheles enjoys making his servants, clients, and other fools suffer the same kind of desolation he suffers. Any creature engaged in some manner of official business with Mephistopheles,

whether through his Dread Secret, Horrific Secret, Infernal Pact, or some other contract, runs the risk of suffering from the Cold Shoulder. During the time of the contract or up to eight days after the contract ends, Mephistopheles can cause, as a standard action, his client to exude an odd enchantment that causes the client's friends and loved-ones to quickly despise him. When Mephistopheles issues a Cold Shoulder, the client receives a Will save DC 66 as he feels the air around him chill (the client may cast or have cast divination magic to determine if he's been enchanted; determining the enchantment requires a Spellcraft check DC 66 and another Spellcraft check DC 75 to determine the precise nature of the curse). When the client encounters a friend or loved one for the first time after Cold Shoulder takes effect, he receives a Will save DC 66. If he fails, the loved-one's attitude immediately becomes Indifferent. Each day afterward, a new save is allowed; when failed, the attitude reduces by one rank. When the attitude reaches Hostile, the loved-one will attack the client or else find the means to bring harm to him. The only way to eliminate Cold Shoulder is to abandon Mephistopheles as described in the accompanying special abilities or, in the case of some other contract, to have *atonement* cast by a 31st level good cleric and to successfully complete a *quest* in the service of a good cause. Thereafter, the client must make successful Diplomacy checks against a DC of 20 each day to move the attitude of his loved-one(s) in the positive direction. Mephistopheles can make only one Cold Shoulder attempt on a client per contract, which is why most of his arrangements have multiple, separate clauses attached.

Diabolical Empowerment: Mephistopheles uses his Intelligence modifier for determining the save DCs of his special attacks.

Dread Secret (Ex): Up to 9/day as a move equivalent action, Mephistopheles can reveal a Dread Secret to those with whom he's established an Infernal Pact. Essentially, Mephistopheles grants his "client" a +2 bonus to any one ability score, saving throw, attack (with one type of weapon only), or skill per request by sharing with them some dreaded, mysterious secret about the Cosmos (these bonuses stacks with any other bonus, but should be considered a temporary modifier). For the first three bonuses, the "client's" Will save decreases by 1 point each. For the next three bonuses, the victim's Will save modifier decreases by 2 points each. For the remaining three bonuses, the Will save modifier decreases by 3 points each. These penalties are a result of the hideous nature of the secrets Mephistopheles shares as he reveals "truths" about Creation no being has the right to know. The victim, impressed with his newfound knowledge, never notices his soul slowly slipping into Perdition. The penalties are calculated separately and kept from the victim; furthermore, they apply only when dealing with Mephistopheles or the servants of the Lord of the Eighth. Once the victim has used all 9 bonuses, he is immediately required to make a Will save DC 66 or be affected by Spiritual Desolation. Even if the victim never succumbs to Mephistopheles' Dread Secret, so long as he retains the benefits, he will suffer the Will save modifier penalty and be forced to save against the Spiritual Desolation every nine days. The only way to eliminate the penalty is to have *atonement* cast by a 31st level good cleric and to successfully complete a *quest* in service of a good cause. Upon successful *atonement* and completion of the *quest*, the victim regains his Will save modifier

and loses the ability bonuses. Paladin's who take advantage of Dread Secret lose their class features upon taking the fourth bonus; clerics with access to the Good or Chaos domains lose access to said domains and domain powers upon taking the third bonus.

Hell's Fire (Su): Mephistopheles may use Hell's Fire 24/day, a ten-foot wide line of diabolical energy dealing 24d12 points of damage, up to 2,100 feet away. Victims caught in the blast may Reflex save DC 66 for half damage. Mephistopheles' Hell's Fire appears like shards of razor-sharp ice surrounded by a freezing mist.

Infernal Nobility (Ex): As the Lord of the Eighth, Mephistopheles has a status equivalent to that of the gods. Mephistopheles possesses a cosmic rank of 16. While in Cania (and anywhere else on Hell that Asmodeus allows), Mephistopheles functions as a greater god with a cosmic rank of 19.

Infernal Pact (Ex): Mephistopheles can draft a Pact with anyone who calls him or an official intermediary empowered by him. When this Pact is formed, the client promises to provide anything Mephistopheles wants at any time after the Lord of the Eighth has provided said client with three *wishes*. Mephistopheles is willing to draft and sign all manner of documents to make this official so long as the victim verbally accepts the stipulation that he will provide the Lord with anything he wants later. These *wishes* are actually akin to the salient divine ability Alter Reality, granting the client precisely what he asked for. Although most beings expect Mephistopheles to try and corrupt the request, he usually does not because he is more interested in the aftermath than the present situation (especially when dealing with a Lawful Evil client). Each time a *wish* is granted, the victim suffers a -9 profane penalty to their Will save modifier (as with Dread Secret, these penalties apply only when dealing with Mephistopheles and his servants). As soon as Mephistopheles grants the three *wishes*, the victim is struck by Spiritual Desolation and the fruits of the *wishes* slowly and naturally dissolve. On a successful save, the victim must make another Will save every day there after, the penalty increasing by one each day. The only way to avoid this fate is for good cleric of at least 31st level to intercede on the victim's behalf. If the god deems it worth its while, it can attempt to wrest control of the victim's soul from Mephistopheles' grasp. The victim must undergo all of the same challenges, atonement, and quest of Dread Secret, the stacking Will penalties stalled for nine days. If the victim cannot accomplish the quest in this time frame, he instantly dies and is sent to Hell's eighth layer. Those who do not fight against the end result of Infernal Pact are usually met by Mephistopheles himself, who rips the person's body limb from limb by means of his arcane arts, his face a study in stoicism all the while, before returning to Hell with his prize: the victim's immortal soul. Note that for the purposes of claiming such a victim's soul, Mephistopheles is able to enter the Prime and ignore the usual restriction of being Locked Behind the Gates.

The Might of Hell (Su): Mephistopheles' presence is so terrible that he can corrupt an entire area with but a thought. Thrice per day as a free action, Mephistopheles may *unhallow* an area equal to 1,590 feet.

Soul Freeze (Su): Mephistopheles values the power of souls. There are few things that give him more pleasure than condemning mortal and some immortal souls to torment in Hell. On occasion, though, Mephistopheles

requires that mortals to do his bidding and sometimes has to offer the proper motivation for their utmost performance. Three times per day, Mephistopheles can call on Soul Freeze. Mephistopheles can target any one creature with his Soul Freeze; any creature with divine rank 1 or greater cannot be affected, but must make a save or be banished to its home plane for 8 days. Those who fail the Will save (DC 66) feel an indescribable coldness as their soul is sucked from their body and deposited into Mephistopheles' clawed hand in the form of an ice-covered diamond. This ability essentially functions as a *trap the soul* with the following modifications. First, the being is still alive in their body. They suffer neither level loss nor any adverse affect (unless Mephistopheles so wills it; see below). Second, although he cannot compel the actions of those whose soul he has stolen in this fashion, Mephistopheles can instantly kill their physical body and keep their soul trapped in the diamond. Two results occur if the diamond is smashed. First, if the being is still alive, he dies instantly (no save) but his soul is freed and travels to the appropriate Realm Beyond unless the body was in Hell at the time, in which case the soul is trapped in Hell as a petitioner in the Lake of Fire on Phlegethos. If the being is dead when the diamond is smashed, the soul is released into Cania where the soul is subject to Mephistopheles' terrible whims. Mephistopheles apparently has no limit to the number of souls he can freeze, but he does not use this power lightly for reasons he stoically equates with "honor." Mephistopheles often sells the souls to night hags, powerful liches, and other vile entities. The diamonds are worth 1000 gold pieces for every Hit Dice/class level possessed by the trapped soul. The diamonds shatter as normal diamonds.

Spell-like Abilities: At will - *animate dead, baleful polymorph, blasphemy, blur, charm monster, deeper darkness, delayed blast fireball, desecrate, detect chaos, detect good, detect magic, dominate monster, flame strike, greater dispel magic, greater invisibility, greater teleport, hallucinatory terrain, hold person, magic circle against chaos, magic circle against good, mass hold monster, mirage arcania, persistent image, polymorph, power word stun, pyrotechnics, read magic, restoration, resurrection, scrying, suggestion, symbol of pain, unhallow, unholy aura, unholy blight, wall of fire*; 9/day - *clairaudience/clairvoyance, destruction, detect secret doors, detect thoughts, discern location, divination, find the path, firestorm, foresight, greater restoration, legend lore, meteor swarm, true resurrection, true seeing*; 6/day - *accursed, hellball, oppress, tyranny*; 3/day - *wish*. Caster Level 78th, save DC 40 + spell level. Mephistopheles also casts spells from the Knowledge Domain; these are included in the list above.

Spells (Wizard): Spells per day: 4/10/9/9/9/8/7/6/7/8/4/4/4/4/3/3/3/3/2/2/2/2; base DC 41 + spell level. Caster level 84th. As one of the oldest of the original Lords of the Nine, Mephistopheles has access to all wizard spells in the *Player's Handbook* and any other source the DM chooses, including many as yet unfound by mortals. Mephistopheles prefers spells that cause a numbing cold in his victims.

Typical Spells Prepared: 0—*mending, open/close, preserve organ*^{VD}, *prestidigitation*; 1st—*alarm, erase, expeditious retreat, hold portal, magic aura, obscuring mist, protection from good, true strike, unseen servant, ventriloquism*; 2nd—*blindness/deafness, blur, darkbolt*^{VD}, *knock, phantom trap*^{CA}, *shatter, violated magic mis-*

sile, whispering wind, wither limb^{VD}; 3rd—*blink, gaseous form, haste, keen edge, reality blind*^{CA}, *sleet storm, slow, stinking cloud, suggestion, violated darkbolt*^{VD}; 4th—*arcane eye, bestow curse, black tentacles, dimensional anchor, ice storm, maximized magic missile, psychic poison*^{VD}, *stoneskin, wrack*^{VD}; 5th—*corrupted violated lightning bolt, dismissal, false vision, hold monster, improved blink*^{CA}, *nightmare, passwall, telekinesis*; 6th—*disintegrate, false sending, fiendish quickening*^{VD}, *flesh to stone, maximized lightning bolt, maximized violated darkbolt*^{VD}, *mislead*; 7th—*corrupted maximized violated darkbolt*^{VD}, *corrupted violated cone of cold, forcecage, mass hold person, maximized grim revenge*^{VD}, *spell turning*; 8th—*maze, mind blank, moment of prescience, protection from spells, repeating stop heart*^{VD}, *reverse gravity, soul's treasure lost*^{VD}; 9th—*corrupted violated delayed blast fireball, foresight, hindsight*^{CA}, *imprisonment, maximized disintegrate, mind rape*^{VD}, *superior invisibility*^{CA}, *utterdark*^{VD}; 10th—*corrupt silent violated delayed blast fireball, corrupted violated polar ray, maximized violated disintegrate, silent still bestow greater curse*^{CA}; 11th—*corrupted violated meteor swarm, maximized horrid wilting, maximized polar ray, silent still mage's disjunction*; 12th—*maximized meteor swarm, maximized time stop, repeating mage's disjunction, repeating reaving dispel*^{CA}; 13th—*corrupted delayed violated polar ray, corrupted enlarged maximized violated delayed blast fireball, delayed violated meteor swarm, twinned sphere of ultimate destruction*^{CA}; 14th—*delayed maximized polar ray, intensified violated disintegrate, empowered maximized time stop*; 15th—*delayed maximized meteor swarm, heightened wail of the banshee, intensified violated delayed blast fireball*; 16th—*delayed maximized violated meteor swarm, intensified energy drain, intensified time stop*; 17th—*corrupted intensified violated meteor swarm, corrupted intensified violated polar ray, intensified silent energy drain*; 18th—*corrupted intensified violated meteor swarm, intensified twinned delayed blast fireball*; 19th—*chained maximized twinned violated polar ray, intensified twinned polar ray*; 20th—*intensified twinned violated polar ray, intensified twinned energy drain*; 21st—*heightened wail of the banshee, intensified twinned violated meteor swarm*.

^{CA} Found in Complete Arcane.

^{VD} Found in the Book of Vile Darkness.

Epic Spells: 8 per day. Epic spells known: *accursed, animus blast, animus blizzard, cold anchor to the soul, condemn, create living vault, damnation, demise unseen, dreamscape, enslave, epic counterspell, epic dimension door, epic dispel magic, epic repulsion, esoteric aegis, eternal freedom, first taste of winter, greater epic mage armor, greater ruin, hellball, kinetic control, Leonar's thaumaturgic boost, lord of nightmares, lure of loquacity, Mephistopheles' frore blast, miasma of hatred, momento mori, nailed to the sky, raise island, ruin, soul hold, soul scry, tyranny*. Mephistopheles has access to additional epic spells beyond this list; the actual extent of his knowledge of epic magic is unknown.

Spiritual Desolation (Su): Thrice per day, Mephistopheles has the ability to reveal to others the insignificance of their beliefs and faith against the darkness of cold, orderly logic. With a chilling glance, Mephistopheles can cause feelings of intense inferiority and hopelessness to all within 1600 feet of him if they fail a Will save (DC 66). Those who fail initially obey simple demands issued by Mephistopheles or those in the Arch-Duke's command in a manner similar to a *suggestion*

spell. If there are no foes present, there is a 25% chance that the victim proves unable to take any action except to hold its ground. If the victim remains free to act, there is a 25% chance it retreats from the site where it failed its save at normal speed. In either case, the victim can defend normally if attacked. If the victim is not killed by Mephistopheles or one of his servants, the feeling of insignificance lasts for 24 hours. After this time elapses, the victim is allowed an additional Will save (DC 66) with a penalty based upon the amount by which they failed their initial save (i.e. if the victim failed the save by 20, the second save would be against DC 86). One of two events occurs if the victim fails again. There is a 50% chance that the victim will commit suicide, renouncing his god or faith, and paying homage to Mephistopheles who revealed to him the truth of life's meaninglessness without a cold, orderly heart. Such victims, upon their death, are consigned to the Eighth Perdition. The other half swear allegiance to Mephistopheles in life, taking on the Soulsworn feat at that moment and pursuing whatever goals Mephistopheles or his accomplices command. Mephistopheles cannot use Spiritual Desolation on those he is not actively engaged with in some kind of immediate conflict, be it physical, magical, or mental. Scholars believe that Mephistopheles's source of this power is his own sense of meaninglessness.

Stoic Spellcaster (Su): Mephistopheles is without doubt the greatest practitioner of the arcane arts within Hell. His untold millennia of mastery of The Word grant him access to levels of magic that rivals the gods. Mephistopheles automatically gains access to spells over 9th level as befits his station and intelligence – he gains one base spell slot per day at each spell level above 9th in which he would receive bonus spell from his Intelligence score (he also gains those bonus spell slots). In addition, his spells are more difficult to resist - he gains a virtual Spell Focus feat for all schools of magic. Furthermore, Mephistopheles automatically gains the benefits of the Quicken Spell feat upon all spells he casts. For the purposes of his Lore ability, he uses his total caster level to determine the bonus (usually +115).

Mephistopheles' power also waxes in those areas of extreme cold, whether literal or emotional. In any area where the temperature is below 30 degrees Fahrenheit or where at least nine individuals within 160 feet are emotionally distant (such as those suffering from Mephistopheles's Cold Shoulder ability), Mephistopheles gains a +9 bonus to his caster level and the save DCs of his spells.

Finally, Mephistopheles has long since discovered knowledge that allows him to spontaneously cast arcane spells (i.e. he does not need to prepare spells ahead of time). While this knowledge does not allow him to spontaneously apply metamagic feats (such spells require that he prepare them in advance), he can spontaneously convert any number of prepared spells into other arcane spells as a standard action (thus an empowered *polar ray* could be converted into an *imprisonment* spell).

Cold Soul: This beautifully crafted ranseur appears to be made from a single shard of crystal, its surface covered with elegantly carved runes. Each tip glows, the sides like flame or electricity, the center a nimbus of cold mist. Mephistopheles rarely uses *Cold Soul* in combat, preferring to use it as a symbol of his status as Lord of the Eighth. *Cold Soul* is a +8 *unholy souldrinking ranseur of elemental blasting*. It deals 1d6 points each of

cold, electricity, and fire damage, or 3d6 points of each on a critical hit.

On a critical hit, one must succeed in a Fortitude save (DC 66) or die. Those slain in this manner have their souls trapped in one of the eight gems that decorate the weapon. Each gem can hold 80 souls. Souls provide the weapon with 10 charges per HD of the soul.

Mephistopheles can draw out the knowledge and experience of the souls within *Cold Soul*. For every 10 souls within the weapon, Mephistopheles receives a +1 insight bonus to all his Knowledge and Spellcraft checks. When the gems are full, which they usually are, this grants him a +64 bonus to each (these bonuses are not included in his stat block).

By expending a charge, Mephistopheles can negate 100 xp or 1000 gp of a component cost or 1d6 points of backlash damage when casting spells (particularly epic spells). He may also expend a charge to gain a +1 bonus on caster level checks to penetrate spell resistance.

By expending a number of charges equal to the spell level increase, Mephistopheles may apply a metamagic feat to any spell he casts. For instance, if he were to expend three charges, he could maximize a spell without having prepared it as such. He may only apply metamagic that he actually knows to his spells in this manner.

By expending a number of charges equal to twice the spell level, Mephistopheles can cast a spell without using the spell slot for the day. He must still have the spell in his memory to do so. For instance, if Mephistopheles had prepared a *fireball* as one of his third level spells, he could expend 6 charges from *Cold Soul* to cast it and still retain his *fireball* spell in his mind.

By expending a number of charges equal to thrice the spell level, Mephistopheles can counter a spell cast within 800 feet of him. He need not have prepared a counter action to do so (he may act out of turn up to three times per round in this fashion), and the charges spent replace the need to use a specific spell for counterspelling purposes. Conversely, Mephistopheles may expend the same value in charges to prevent one of his spells from being countered. The caster who intends to counter his spell fails in the attempt (and losing the spell used for counterspelling purposes), but may make an immediate counter attempt provided he is able (i.e. has another spell appropriate for counterspelling). This action is resolved when the caster can or will not continue to expend spells to counter Mephistopheles's, or when Mephistopheles can or will not continue to expend charges from *Cold Soul*. Mephistopheles can activate this power in response to a counter attempt - he need not do it beforehand.

There is no limit to the number of charges Mephistopheles can expend in a round other than the total number of charges within *Cold Soul*. Mephistopheles typically has 640 charges within *Cold Soul*. If there is a way to free the souls trapped within *Cold Soul*, no one, not even greater gods, has discovered it. Fortunately, Mephistopheles usually fills the ranseur with the souls of devils that angered or betrayed him (really, one and the same to the Arch-Duke of Cania).

Each negative level bestowed by the souldrinker power of *Cold Soul* provides ten temporary charges that last 24 hours if they are not used. Also, the souldrinker property works on creatures normally immune to energy drain, provided that Mephistopheles's succeeds on an opposed rank check.

Possessions: As the Arch-Duke of Cania, Mephi-

stopheles has access to the wealth of a dozen worlds. He has access to legions of major magic items, scores of minor artifacts, and at least a dozen major artifacts.

Summoning Mephistopheles

Mephistopheles has set very particular requirements for those seeking to summon him into the Prime; for all this, he is the one of the most frequently summoned of all the Lords of the Nine, especially by those who desire great power and knowledge irresponsible of the cost.

First, the Lord of Loss prefers to be summoned into the presence of only one mortal at a time. Secondary casters or invocants do not actually prevent the success of the summons, but must make a Fortitude save against DC 66 or else die of fright when Mephistopheles first appears. Such creatures immediately turn to ice statues, though their hearts turn to stone instead; mortal magic cannot reverse this effect.

Secondly, the room into which the Lord of No Mercy is summoned must be a stone chamber lacking both windows and heat sources. Only one door can provide entry to this room, and that door must be made of cold, clinical steel. Light is allowed so long as it sheds no warmth; alchemical mixtures providing alien glows have often been used. Fixtures in the room must be made of cold iron, and lead must replace silver in *magic circles* and the like (but to the same value). At eight points around the room, equidistant from each other, the symbol of Mephistopheles must be inscribed, each such inscription then surrounded by an additional eight symbols representing power borne of knowledge. These symbols are not readily available and require research costs of at least 72,000 gp (9,000 gp for each “additional” symbol), with a successful Knowledge (arcana) check against DC 33 demonstrating the success of that portion of the research. If a check is failed, that 9,000 gp portion of costs must be paid over and the check tried once again.

Finally, the temperature of the room must be below the freezing point of water.

When the final words of the summons are uttered, the entirety of the summoning chamber shudders. The stone of the floor splits asunder, ice quickly engulfing the edges of the rent with frigid steam blasting into the room. The Arch-Duke of Cania slowly rises from the pit, wrapped in chilling darkness and bearing a visage terrible to behold, composed of the stuff of nightmares and utterly devoid of hope or mercy. Although this is not his true form, it may well be the best reflection of what Mephistopheles really is as he breaches the wards between the Realities. So frightening is the experience for those that summon him that they must make a Will save against DC 66 or plead with Mephistopheles to appear in a less horrific form. Having tested the mettle of his summoner – and, by this point, generally being alone with that creature – Mephistopheles coalesces into his “normal” form; whether the summoner was cowed by his appearance or not never seems to faze the stoic devil.

Mephistopheles is easy to bargain with in a sense. His immense power and knowledge allow him to give most anything that the client desires of him, and he readily offers what appears to be a generous fulfillment of his side of the terms. All he asks in return is that the client provides payment, at some future date, for the desires so granted; though he may dress his words well, he rarely spells out specifics for such payment, though there are

some already beyond feeling and willing to surrender their souls in an effort to better define what is otherwise a meaningless existence.

Throughout the summons, the chamber becomes increasingly inhospitable. During the first two minutes, the room is considered to be cold; unprotected characters must make a Fortitude save DC 66 or suffer 1d6 points of cold damage each round. The room becomes severely cold during the third and fourth minutes of the summons, requiring that unprotected summoners to make a Fortitude save DC 66 or suffer 2d6 points of cold damage per round and 2 points of Constitution damage each minute; additionally, such creatures are considered *slowed* for the next 1d8 rounds. By the fifth and sixth minutes, the room is extremely cold, automatically dealing 2d6 points of damage each round and *slowing* characters for 1d10 rounds; characters are also required to make a Fortitude save DC 66 to avoid 4 points of Constitution damage each minute. Furthermore, characters in the chamber wearing metal armor or coming into contact with cold metal are affected as if by a *chill metal* spell. During the seventh and eighth minutes, the room is unearthly cold. All effects are doubled as described above. In the ninth and final minute, those in the chamber must succeed on a Fortitude save DC 66 each round; failure results in death. Mephistopheles has been known to resurrect those with whom he established an arrangement. Upon the Lord of Loss’s return to Cania, the cold effects reverse themselves minute-by-minute.

Once all has been arranged to the client’s (temporary) satisfaction, Mephistopheles floats out over the pit from whence he came, and then descends gradually into it, whilst the frigid steam swirls around him. When at last he disappears, the chasm which opened to allow him entry slams shut. Any secondary casters or invocants that had been transformed into ice and stone shatter at the impact.

Any creature (including the summoner) that lives through an audience with Mephistopheles must succeed on a Will save DC 66 or suffer the effects of Spiritual Desolation. If the summoner made an “arrangement” with the Lord of the Eighth, he is temporarily immune to this effect.

ASMODEUS, The Lord of the Nine

“And The Devil that is called Asmodeus shall tempt the Redeemer. And the Redeemer will claim his mantle from the Lord of the Pit. The Devil shall return to Perdition, acknowledging that the future of Dm is in the hands of the Savior, that his victory is assured, and that all would follow his will.” (The Cilidian, Reckoning, Chapter Nine, verse 9).

He sat in the middle of a great valley next to a long dead river. Tattered, dust-gorged robes covered his dusky, burnt flesh and his hair was in tangles. If any living thing were within a few hundred feet, his odor would have soured the other’s nostrils. None of this bothered him, though. The prophecy would be fulfilled.

Alman raised his head. The sun blazed down upon him even in the depths of this canyon. It was noon on the 45th day and 44th night. Once this night had passed, it

would be over. Alman bowed his head again and closed his eyes, willing himself to ignore the bodily reactions of his fasting. A lesser man would have long since faltered, would have long since wept dry tears. Yet, he was no ordinary man. Here, in the Pit Eternal, bones were his only company, the wind the only sound. Here, in the Pit Eternal, he would purge himself of all the physical limitations and impurities as his soul was cleansed of worldly thoughts, eliminated of its dependence upon the carnal. He meditated on the path that was foretold, making it his sustenance. He dwelt on the promise that would be fulfilled, drinking it as his water. The spirit would manifest itself over his flesh and the prophecy would be fulfilled.

Shall it truly?

Alman stirred. He felt the voice rather than heard it. It slithered through his mind. It was heavy and dense like the ground beneath him. To a lesser man, it would have been inviting. To him, it was part of the prophecy. A grim smile came eagerly to his face. The time had come.

Indeed.

Alman opened his eyes. Where once had been naught but flat, emaciated ground and dead sky was what took the shape of a man. Casting no shadow, he was tall and stood with regal bearing, his hands hidden in the sleeves of his attire. Dressed in black and red robes made from fabrics that could pay for an entire kingdom and spun in the shape of priestly vestments, the man's face was handsome in its paleness. Red eyes, like blood, glared down at Alman while a smile darkened the man's countenance.

Abruptly, the man bent to look Alman in the eye. Alman refused to allow himself to stiffen at the insolence of the man who knew very well who he was. After all, the prophecy already named him victor, that he would redeem humenity and the continent-realm. Yet, even he, trapped in his mortal shell, could feel the weight of darkness that emanated from the man. This he did not expect. Nevertheless, Alman prepared himself for the challenge.

As suddenly as he stooped, the man stood again. Alman looked up at him, confused. He had expected a battle of wills, questions and retorts, his victory. Yet, the man – who had turned his back on him and was slowly moving away – had scarcely paid him more than a few seconds of time.

"Wait!" Alman demanded. His voice was dry like ancient bones, issued through lips cracked like leather hide, so different from the man's who ignored him. A tinge of anger touched Alman and he shouted as well as he could again, "Wait!"

The man stopped, but did not face him.

Alman struggled to his feet. He swayed slightly and was suddenly pleased that the man did not turn to him, see him stumble. "What are you doing?"

The man shrugged. Alman's countenance darkened at how graceful that simple motion was. There is no reason for us to question thee, "young savior," the word was said with thick sarcasm, for thou art not worthy of our attention. He began walking away again.

Alman shuffled in pursuit. "What do you mean? Tell me!" He caught up with the man, falling to his knees at an unexpected swoon, but managing to grab the hem of the black and red robes. The fabric felt like nothing on this world, like nothing of any world and he felt security in their touch. He gripped them as he snarled, "How dare you turn your back on me? You are to tempt me

and I am to defy you!"

The man, who had stopped, cocked his head toward Alman, but still did not turn around. Tempt thee for what, "young savior?" Thou art not strong enough to face us. Thou art not worthy of our concern. The man motioned with a hand, showcasing his immaculate hands and fingers. This world shall be ours in its entirety because thou canst not stop us.

In his fury, Alman did not notice that the man, who had said his piece, continued to wait. "I am strong enough! My Mother in the Mountain has given me the power to defeat you, to overcome you! My sacrifice will destroy you and all in Drm will be made safe and pure for eternity. I will be victorious!"

The man turned around a bit more. Thou shalt be "victorious?"

"Yes!" Alman screamed as he lifted himself to his feet, taking on his true form. His filthy clothes and mangled hair were replaced by pristine robes and golden tresses. A silver crown rested on his head and his entire form was illuminated in ethereal light. His feet did not touch the firmament.

"Behold me, Serpent!" Alman commanded. "Behold me and despair for I shall fulfill the prophecy! I shall destroy your works and bind the people to me! I will be victorious and you will rot in the depths of Perdition!" Alman swelled with satisfaction and pride. None, especially the likes of this thing, would speak or treat him thus!

At last, the man turned to him. A smirk ruptured the smooth face. We see there is no defeating thee. No need at all. We shall return to Perdition, confident that thou shall fulfill thy destiny.

The man was gone as suddenly as he appeared. Alman's laugh was triumphant. His head cast back in mirth, he did not notice how the borders of his robes had darkened and how his light seemed to dim or how the Pit Eternal seemed to widen as if fleeing his presence. Reveling in his victory, he decided there was no need to disguise his true nature as he sought to overthrow the yoke of Hell. He would return in glory!

In the Deepest Pit, infernal land of Nessus, the man sat in the Serpent's Throne of the fortress Malsheem, watching Alman. He smiled as he opened the Cilidian and read the prophecy aloud. "And The Devil that is called Asmodeus shall tempt the Redeemer. And the Redeemer will claim his mantle from the Lord of the Pit. The Devil shall return to Perdition, acknowledging that the future of Drm is in the hands of the Savior, that his victory is assured, and that all would follow his will."

Casting one last look at Alman as he made his way back to civilization, Asmodeus the Devil closed the book softly, although an echo reverberated across all of Hell. Our will be done, Alman.

The Overlord of Hell

Medium Outsider (Abomination, Evil, Extraplanar, Lawful)

Divine Rank: 18 (cosmic rank 21 in Hell)

Symbol: A pentagram surrounded by eight "9s" with a final "9" in the center

Portfolio: Damnation, Devils, Tyranny, Power, Oppression, Lost Knowledge, Intrigue

Cleric Alignments: LE, NE

Domains: Destruction, Domination, Evil, Knowledge, Law, Trickery

Favored Weapon: "The Ruby Scepter of Hell" (heavy

mace)

Hit Dice: 45d8 (Outsider) + 20d8 (cleric) + 25d4 (wizard) + 990 (1,610 hp)

Initiative: +21 (+13 Dex, +8 Superior Initiative)

Speed: 120 ft., fly 250 ft. (perfect)

Armor Class: 97 (+13 Dex, +18 divine, +34 natural, +22 deflection), touch 63, flat-footed 84

Base Attack/Grapple: +68/+101

Attack: *The Ruby Scepter of Hell* +110 melee (1d8+24 plus 3d6 and 1 negative level (axiomatic) plus 3d6 and 1 negative level (unholy) plus *Tyrant's Taint*/15-20/x4 plus 12d6 and 4 negative levels (axiomatic) plus 12d6 and 4 negative levels (unholy)); or spell +101 melee touch or +99 ranged touch.

Full Attack: *The Ruby Scepter of Hell* +110/+105/+100/+95 melee (1d8+24 plus 3d6 and 1 negative level (axiomatic) plus 3d6 and 1 negative level (unholy) plus *Tyrant's Taint*/15-20/x4 plus 12d6 and 4 negative levels (axiomatic) plus 12d6 and 4 negative levels (unholy)); or spell +101 melee touch or +99 ranged touch.

Space/Reach: 5 ft. /5 ft.

Special Attacks: Domain powers, gaze of Hell's depth, rebuke/command undead 25/day, salient divine abilities, spell-like abilities, spells.

Special Qualities: Abomination traits, Avatar, Diabolical Decree, Diabolical Empowerment, Diabolical Prowess, divine aura (18 miles, DC 72), divine immunities, damage reduction 40/anarchic, epic, good, and silver, godly realm, *greater teleport* at will, Infernal Knowledge, Infernal Majesty, immunity to acid, cold, electricity, and fire, maleficarim traits, *plane shift* at will*, regeneration 22, remote communication, resistance to sonic 23, see in darkness, spell resistance 115, telepathy (18 miles), understand, speak, and read all languages and speak directly to all beings within 18 miles.

*As The King of Hell can only send one avatar beyond the confines of Hell at a time, he rarely uses this ability.

Saves: Fort +75, Ref +77, Will +86.

Abilities: Str 40, Dex 36, Con 32, Int 54, Wis 54, Cha 54.

Skills: Appraise +105 (+113 alchemical items, +113 books, +113 paintings, +113 forged items), Balance +96, Bluff +141, Concentration +122, Craft (alchemy) +110, Craft (blacksmithing) +105, Craft (bookbinding) +105, Craft (painting) +100, Decipher Script +90, Diplomacy +169 (+175 with evil beings), Disguise +112 (+122 when acting in character), Escape Artist +76, Forgery +110, Gather Information +139 (+149 in Hell), Heal +115, Hide +119, Intimidate +149 (+155 against evil beings), Knowledge (arcana) +133, Knowledge (architecture and engineering) +85, Knowledge (dungeoneering) +85, Knowledge (geography) +90, Knowledge (history) +120, Knowledge (local [Hell]) +133, Knowledge (nature) +90, Knowledge (nobility and royalty) +105, Knowledge (the planes) +133, Knowledge (religion) +133, Listen +100, Move Silently +81, Perform (dance) +89, Perform (oratory) +89, Perform (string instruments) +89, Search +115 (+121 to find secret doors), Sense Motive +133, Sleight of Hand +45, Spellcraft +143, Spot +90, Survival +40 (+46 in aboveground natural environments, +50 on other planes, +48 to find or follow tracks, +46 to keep from getting lost, +46 while underground), Use Rope +31 (+37 to bind

someone).

Feats: Alluring, Brew Potion, Combat Expertise, Combat Reflexes, Corrupt Spell, Corrupt Spell-Like Ability^B, Craft Magic Arms and Armor, Craft Rod, Craft Staff, Craft Wand, Craft Wondrous Item, Dark Speech^B, Empower Spell, Eschew Materials, Flyby Attack, Forge Ring, Heighten Spell, Imposter, Improved Combat Expertise, Improved Critical (heavy mace), Improved Flyby Attack, Improved Initiative, Jack-of-all-Trades, Persuasive, Power Attack, Quicken Spell, Reach Spell, Scribe Scroll, Silent Spell, Spell Focus (all)^B, Still Spell, Trustworthy, Violate Spell.

Epic Feats: Epic Evil Brand^B, Epic Reputation, Epic Spellcasting, Ignore Material Components, Improved Heighten Spell, Intensify Spell, Multispell, Superior Initiative.

Salient Divine Abilities: Alter Form, Arcane Mastery, Aura of Utter Hell*, Control Creatures (devils), Craft Artifact, Create Object, Create Greater Object, Damnation*, Divine Blast (25/day, 18 miles, 480 damage), Divine Glibness (DC 72), Divine Shield (14/day, absorb 180 points of damage), Divine Spellcasting, Govern the Children (devils), Hand of Death (DC 72), Hell's Mouth*, Increased Damage Reduction, Increased Spell Resistance, Know Secrets (DC 72), Life and Death, Overlord, Spontaneous Wizard Spells, The Lord of the Nine*, Overlord of Hell*.

*Unique Salient Divine Abilities; see below for details.

Environment: Malsheem, Nessus, Ninth of the Nine Hell of Perdition

Organization: Solitary (unique); or with bodyguard (Aesmadeva); or with attendees (The Ashmadia and Aesmadeva); or with court (The Ashmadia, Aesmadeva, Martinet, 1d8+1 Dukes of Hell, and 1d3+1 arch-devils); or with Infernal Procession (4d20 + 1 common devils, The Ashmadia, Aesmadeva, Martinet, 1d8+1 Dukes of Hell, and 1d3+1 Arch-Devils).

Challenge Rating: 81

Treasure: *The Ruby Scepter of Hell*

Alignment: Lawful Evil

Up until this point, this treatise has dealt with the individual threats of the lowliest lure to the god-like Lords of the Nine. Yet, in all cases, an astute reader has noted that the threat of these creatures, while immense, was nevertheless limited by their own emptiness, their own meaninglessness. For that is what Evil is: negation. There is nothing in Evil; indeed, Evil can exist only by taking away something from another, consuming anything of value only to be empty and hungry for more. For the demons of Chaos, this is a raging, destructive need with an unassailable appetite for ever more destruction. For the daemons of pure Evil, it is selfish apathy and lies, a study in darkness and depravity. However, for the devils of Law, it is an attempt to drag others down into a mire of vice and oppression, making all slaves to the emptiness from which they too suffer.

The devils of the Nine Hells of Perdition want all to wallow equally in iniquity; yet, as mentioned earlier, devils believe that what they want, to impose pain and emptiness on others, can be explained logically, can be rationalized. It is unclear to what degree that the greatest of the devils recognize the futility of their cause. Not even Mephistopheles can comprehend what the depths of his soul has revealed to him, that his pursuits are mean-

ingless; not even Beelzebub can recognize that in his prideful search for perfection, he has only degenerated. To the last, all in Hell, despite their varying degrees of cosmic or divine power, are equal in their loss. There is one, however, who knows full well the emptiness of Evil. There is one who revels in the pathetic nature of those who have enslaved themselves to his will through their pursuit to rationalize something that has no meaning. There is one whose very existence is defined by his own emptiness, his own terrible desire to enforce that emptiness on all others, making them through force do what they are made to do: suffer in darkness and misery for all eternity. That one is The Overlord of Hell: Asmodeus.

There is no single being in Creation that is more mysterious, more confusing, or more feared. Since time immemorial, Asmodeus has ruled from the bottom of the Pit, controlling virtually every aspect of the Nine Hells of Perdition and manipulating organized, tyrannical evil throughout the Cosmos. He is the face of active, directed evil and vice, the Adversary that has intellectualized Evil in the universe. He is the one that seeks to shackle the Cosmos under the weight of a logical emptiness, a confounding impossibility that leads to spiritual oblivion. Asmodeus is the greatest of the spirits of Hell and the one that is the personification of all that is prideful in its emptiness and its will to crush the spark of others until they too are empty. Asmodeus knows very well that what he wants offers nothing of value to any being but himself: Asmodeus seeks empty slaves, their souls devoid of light, hope, joy, or love, yet simultaneously aware of what they have lost, making their misery all the more pleasant for him. He knows that in every soul the same desire lurks, the need and will to crush the wills of others in order to shore oneself up. He offers this ability by revealing to Creation the value of Evil, its sensibility, knowing that most will never recognize that there is no meaning, no value in the grand scheme of things to any but The Overlord.

Asmodeus is the Prime Evil, the intellectual center of all that is unholy. Indeed, the various nether fiends may well be seeking to unite the Cosmos under a banner of Evil for Evil's sake. True, the multitudes of demon princes wish to see the overthrow of restraint and explanation in the Evil they hope to spread. These alternatives are terrible, make no mistake. But neither is so seemingly reasonable, so logical as what The Overlord offers. Asmodeus, The Devil, is Hell.

In spite of so many knowing of the King of the Ninefold Realm, few know of his origins. There are numerous stories and myths about The Overlord of Hell. In the past, popular myths claimed that he was not Hell's first Overlord, but a powerful arch-devil or Lord of the Nine that overthrew the previous Overlord, a being called Lucifer (or The Satan). In a war that rocked Hell, these two beings battled to be the penultimate face of organized Evil and, through trickery and diplomacy in some stories or physical might in other stories, Asmodeus overcame Lucifer. Some say that Lucifer was obliterated by the new Overlord of Hell, while some insist that Lucifer escaped Hell and now roams Creation pursuing new goals.

A more recent legend insists that Asmodeus has not only always ruled the Nine Hells, but that he was one of the initial forces of Law in the Cosmos and was known as Ahriman. These legends claim that Ahriman and another powerful being of Law, called Jazirian, were

joined in some kind of uroborus, a mystical circle. Emerging from the destruction, freedom, and madness of Chaos, these two beings are credited with defining the borders of the Space and Time, thereby determining how the Realms Beyond would be structured. However, the two disagreed on where the Cosmos' center should be and, in a titanic struggle, pulled each other apart. Both were and continued to be severely injured from this ordeal before Time and are still recovering. For whatever reason, Ahriman changed his name to Asmodeus and hid himself in the plane in which he fell where he slowly plots a terrible Armageddon at the End of Time.

Needless to say, there are other legends, but none, not even these two popular versions, are entirely accurate. And do not make the mistake of thinking that these errors are accidental for, like virtually everything associated with Hell and Asmodeus, these legends exist – and in some cases are spread – for a reason. Virtually every story has a kernel of truth buried under the detritus of misinformation.

The realities of Asmodeus' origins are remarkably similar to the two preceding false legends. The being that would become Asmodeus was originally linked with the being that would become The Supreme Virtue of Heaven (whose name, incidentally, is not Jazirian). And, in truth, these two beings were responsible for creating two of the Rules of Three. And, in truth, they did do battle. However, they did not create the planes, nor did they have names any would recognize today. And they were not alone in their bond. These two paragons of Law were joined by the being that would become the Progenitor of Nirvana. They were the Circle of Three. They sought to order everything, including morality and the fledgling gods; they also hoped to do away with annihilation, chance, and liberty. This Circle of Three battled against Chaos, hoping to overthrow the roiling spontaneity by defining everything and establishing borders in the Cosmos.

However, all Three could not agree on the sole important element of the Cosmos: The Center. The definition of The Center, the physical manifestation of ultimate reality, of the total Truth, would have been the final component to secure the power of Law and defeated Chaos for all time. While the Three could agree on the ordered elements of reality, they could not agree on the moral elements. One vied for honesty, truth, and integrity, believing that Law should seek to make all equal in happiness and goodness. The other wanted to eliminate goodness and evil, viewing both as irrelevant, in favor of pure logic and unfettered order. But the last, the quiet one, wished to see all of Creation ground into submission and all beings and concepts serving its every whim. Reaching an impasse for the first time, the Circle of Three struggled and their struggle became a war. As they fought, much of what they built unraveled as Chaos rebounded, and when it seemed that Chaos would rise triumphant (despite dealing with its own internal conflicts), the unthinkable occurred. The Three separated.

The separation was not painless. Exploding from each other, the Three were sent reeling into different directions. The personification of Justice and Truth rose into the defined Realms Above, the scorching wind of her passing creating the mountains of the Seven Heavens, her blood the Silver Sea. The Progenitor stopped shortly after the separation, latching onto the far "left" of the Concordant Opposition, his body shattering into thousands of pieces, creating the first cogs of Nirvana.

The personification of Tyranny and Oppression fell, plummeting until he slammed into the defined Depths Below, his passing creating the inverted mountain of Hell, his blood the Lake of Fire. Even as the Three separated, the energy unleashed in their passing infected the numerous champions of Chaos, dwindling Chaos' numbers and creating beings of Balance.

It is unknown how long the Father of Hell lay at the bottom of the Pit his fall created. It is known that, due to the conflict of the Three and their separation, he – like his brethren – suffered a great loss of power, finding himself trapped in a prison of his own making. The Serpents Coil, the Pit of Darkness, and the Endless Chasm of Fire – all of these serve as names for the place that held, and continues to hold, The Overlord.

While the Father of Hell recuperated, the first forms of “life” emerged from the coagulating blood of the Lake of Fire. These would be the maleficareim, the original devils. Reflections of their father, these terrible creatures sought to dominate each other, instinctively knowing that an entire Cosmos awaited the victor. But, eventually, the Father of Hell awoke. Watching his children from the Pit of Darkness, the Dark Lord of Nessus realized that he did not have the ability to return to his lofty position, but could use these beings, his “children,” as slaves, forcing them down a path that would eventually lead to his freedom. The Overlord of Hell extended a small bit of his will to create a score of avatars called Lucifer. Through these avatars, the King of Hell destroyed the more troublesome hellspawn (or rather dispersed their forms) then selected eight of the most powerful to rule over eight equally infinite layers of Hell. These included Astaroth, Dispater, Mammon, Adrammelek, Leviathan, Lilith, Sammael, and Mephistopheles. Thus were the Lords of the Nine established. To occupy these beings until he was ready to use them to their fullest extent, Lucifer created more creatures, the common devils, and enforced a rigid hierarchy that encouraged the slavery of the weak and foolish under the strong and clever.

Lucifer was a force of tremendous evil in the earliest days of the Dawn of Gods. However, still dedicated to the eradication of Chaos, The Overlord of Hell became wary of the gods, knowing that they would create mortals and that these mortals would eventually have a role to play in his secret goals. Through his various vassals and slaves, Lucifer corrupted countless worlds, appearing as an angel of light and betraying the trust of mortals, leading them into damnation and evil. Through Lucifer, who became known as The Satan, The Overlord of Hell drew attention to Hell. As the gods and the first of the powerful mortals sought to end the threat of Hell forever, The Lord of the Nine created a second avatar, calling it Asmodeus. Even as Hell's enemies sought to destroy Lucifer, Hell's Master staged a civil war, *The Battles of Greed and Light*, between Asmodeus and Lucifer. Lucifer lost, either killed or exiled, and a new Dark Lord of Nessus was established. The Cosmos could feel at least a bit safer knowing that even the greatest of evils could be destroyed and that this new Lord would have to struggle to maintain his fiefs. Since that day of treachery, the face of Hell has been Asmodeus, most of the Cosmos having no idea that Lucifer and Asmodeus are essentially one and the same.

Asmodeus has many goals. Chief and foremost is the spread of Lawful Evil throughout the Cosmos. He strongly, but secretly, supports a wide array of plots

across Creation, from the corruption of entire worlds, to the creation of so-called messiahs, to bringing about some worlds' “Armageddons.” Ultimately, Asmodeus simply wants one thing: to rule all Creation.

Unlike a true god, Asmodeus does not require worship. What he does require is belief and veneration through actions or inactions that promote his portfolio. For every act of tyranny, corruption, and vice, Asmodeus grows in power. It does not matter if the act was in his name or not (although this certainly helps) so long as the act is committed. Sacrifices of goodly creatures in his name also empower The Lord of the Nine, their souls sent directly to Hell to be consumed. Eventually, Asmodeus will gain enough power to break free from his imprisonment, at which point he will be one of the most powerful beings in Creation, towering over even the overpowers of singular worlds. He will strip back the power he spent in aligning the Universe, toppling it entirely. All will come to naught and only Asmodeus will remain with the power to rebuild.

In his goal to regain his former power, The Overlord of Hell consumes souls. All mortals bound by tyranny and vice in their hearts find their souls in Hell upon death. However, aside from those who have been personally touched by an evil god or a Lord of the Nine, even these mortals have some spark of light, some shred of decency, in their souls. When these souls emerge in the Lake of Fire and Brimstone in Phlegethos, any remaining spark is seared away, melting into the supernatural flames, along with much of their memory. As mentioned earlier, the Lake of Fire also serves as the primary location for both purification and punishment for devil; it is so important that the Lord of the Fourth, Belial, has ordered Gazra to guard it at all times. However, not even Belial knows the truth of the Lake of Fire. The Lake of Fire is a “vein” of The Overlord, his “blood.” It leads directly into the universe spanning body of the creature that lies in the Pit of Darkness in the deepest rift in Nessus. While Asmodeus grants power to those he finds worthy, so too does he strip any light from those that bathe within his blood. He drags their goodness, their meaning, away, consuming it utterly, enslaving it to his will, and growing closer to wholeness. So, the arrival of lemures in Phlegethos is no accident, but by design. Indeed, Asmodeus takes their memories as well as he hopes to consume every good thought along with the bad, smothering them within his being, enslaving them to his will to corrupt. While Asmodeus is capable of returning memories, he rarely does so, savoring the fact that anything decent his slaves may have felt has been shackled within his being. It is unknown if he has the capacity to return any spark of goodness once taken. The more he consumes, the closer Asmodeus comes to freeing himself from his imprisonment.

Asmodeus spends his time ruling Hell, which does not require much direct effort on his part. The other Lords of the Nine, a good number of arch-devils, and a few Dukes of Hell, although unaware of the truth of their master's origins and form, suspect that Asmodeus is far more than he appears and fear him tremendously. Still, that has not stopped each of the other Lords, at one time or another, from challenging Asmodeus' power – the most recent and explosive example being the *Dies Irae*. However, all Lords obey a direct order from Asmodeus, although the more powerful, like Beelzebub and Mephistopheles, are likely to find the means to obey just the letter of his rulings – something Asmodeus respects and

always takes into account.

Beyond managing Hell and the political status quo therein, Asmodeus opposes the acts of the demons of The Abyss. Although not integrally involved in *The Blood War* – largely viewing it as a meaningless pastime without a resolution for trillions of years to come – Asmodeus does support the appointments of the Dark Ministry and allows these dreaded pit fiends to meet in Nessus four times a year. For his part, Asmodeus is very wary of the actions taken by a few demons, namely Orcus, Lolth, Graz'zt, and Demogorgon. Asmodeus is mildly amused by the lies spread by the nether fiends and their daemon lackeys. Indeed, he views their desire to place themselves as the “creators” of all fiends as ideal to his desire to remain in the background and out of sight. Still, Asmodeus has numerous plans in place to topple many daemon plots should their lies come dangerously close to reality. Beyond the demons of The Abyss and the daemons of the Gray Waste, Asmodeus opposes actions taken by the forces of righteousness, whether they are of a lawful or chaotic bent. Asmodeus hates both The Supreme Virtue of Heaven and The Progenitor of Nirvana, never forgetting what their insolence cost him.

Asmodeus does not often interact with traditional gods and most are unaware of his true nature. The gods of Hell, though, do fear and respect him and all have some manner of pact or arrangement with him that bars him from their realms. Asmodeus has even allowed many gods to assume titles and names that suggest that they are Lords of Hell; this is not a concern to Asmodeus since he still receives power from their worshippers. Of course, Asmodeus, far older and far more intelligent than any of them, has built-in numerous loop-holes should the need arise for him to destroy a realm. Indeed, it was such a loop-hole that allowed Asmodeus to drive both the orc and goblin pantheons from Hell untold millennia ago.

Asmodeus seeks to damn as many mortals as possible. Although he is infinitely patient, Asmodeus would love to accelerate the moment of his freedom and damning entire worlds is an excellent means to that end. Not even the greatest gods (save perhaps those associated with wisdom and knowledge) can see as far as Asmodeus. His foresight and craftiness allows him to use one simple mortal to cause the downfall of entire civilizations. One of Asmodeus' means to accomplish this is to spread information to all that would accept it. While Mephistopheles represents cold, clinical knowledge in the pursuit of greater understanding, Asmodeus represents knowledge that has been lost or concealed for fear of it being abused for the cause of Evil. Asmodeus encourages intrigue and conspiracy in the pursuit of knowledge, dropping hints and scraps to those seeking to learn more about that which they have no business knowing. Such seekers invariably are in pursuit of more power and control. Their dreams are filled with passion, for the desire to take what they have learned and to use it to become stronger or to create dark cabals to control the lives of others from the background.

What is amazing about the ploys Asmodeus uses is the fact that he encourages the spread of truth. Those that would follow Asmodeus often learn early on that the path upon which they have embarked will lead them into Perdition, yet anyway they come. This is because Asmodeus offers a reasonable explanation for why their pursuits are worthy, why the knowledge they will un-

cover will improve their lives. The damnation Asmodeus delivers is never due to anything he forced upon others directly; rather, it is something that the damned take upon themselves in their desire to have more, control more, be more. Many find this interesting for it is often expected of Asmodeus that he will force mortals to take the path he demands. In point of fact, Asmodeus does accomplish this through the other Lords of the Nine and the various Powers of Hell. Whether it is through the various unique servants of Hell (like the dark marshal of Bael or the stoic of Mephistopheles) or through the Legions of Hell, Asmodeus has plenty of means to impose his will on others. However, when he becomes personally involved, The Overlord prefers to allow others to willfully place the shackles on their souls, to willfully accept him as their true lord and master.

Asmodeus is even craftier than Dispaten when it comes to arranging contingencies. More than almost any other being in Creation, Asmodeus has the capacity to be patient and has no problem with manipulating events over the course of a thousand generations to lead to one end. Whether it is in Hell, with the death of Bensozia, the *Dies Irae* and the dismissal of Geryon, or the creation of false messiahs on countless worlds, there is nothing Asmodeus does not do that does not play some role in his desire to rule over all. What is never clear until it is too late is precisely what Asmodeus is hoping to accomplish. Asmodeus will guide apparent servants down a path only to abandon them at what appears to be the strangest moment while at other times he will make sure that a single child is saved from a collapsing building. In the end, it is always better to assume that whatever Asmodeus does is done to benefit himself and Lawful Evil.

There are two public faces of The Overlord of Hell. The first was Lucifer the Satan. In this guise, The King of Hell appeared as being of inhuman, angelic beauty, his androgynous, glowing white body held aloft by six wings, his evil only hinted at through his blood red eyes. The guise of Asmodeus is notably different and more subtle. As Asmodeus, The Overlord of Hell appears as a slightly taller-than-average, very handsome mature man with slicked back, ebony hair, and blood red eyes. His skin is like white marble and his red lips are framed by a neatly trimmed moustache and goatee. Dressed in extremely expensive, yet conservative red and black robes and cloaks that bring to mind religious attire, Asmodeus seems to glide rather than walk with tremendous grace. In either guise, the avatars of the King of Hell always carry the Ruby Scepter of Hell, an artifact of almost incomparable power.

The true form of The Overlord of Hell is unknown. Apocalyptic texts and the visions of lunatic seers claim that the true appearance is similar to that of a tremendous black serpent or legless dragon with broken bat-like wings and with flaming, blood-red eyes. The body of The Overlord is said to be as large as a single mortal coil and that a single, ebony scale can hold an entire world. These apocalyptic visions often end with this tremendous monster rising from the depths of the Pit of Darkness, followed by countless legions of pit fiends, as it slowly coils about the Cosmos, suffocating it of love, joy, peace, and freedom, smothering all under the weight of tyranny and evil. To date, all those who have publicly shared their dreams disappear within nine days, never to be seen or heard from again. Yet, their books remain, hidden in dusty libraries across the Cosmos, ready to be read by those eager to learn more of Hell and its master, prepar-

ing them for the tribulation that will end with The Overlord's final, ultimate, victory.

Combat

Asmodeus rarely finds it necessary to allow matters to degenerate into fisticuffs, preferring to trick other beings into doing his bidding or to smother their wills. Asmodeus does not personally engage in combat unless it becomes absolutely necessary, first allowing millions of devils to enter battle in his name. If combat occurs in his direct presence, he may aid favored minions (such as Aesmadeva and the Ashmadia) by countering particularly dangerous spells, disarming foes via *telekinesis*, or dominating the weaker-minded opponents and ordering them to attack their comrades. Seated calmly on the Serpent's Throne, Asmodeus activates his Aura of Utter Hell and employs spell-like abilities or silent and still spells, exerting his will with no outward signs of any effort. Should enemies attempt to engage him directly, he may strike them down instantly if possible (via divine blast, hand of death, or life and death).

Against more powerful foes, rather than taking them apart in combat, Asmodeus may first allow them to wear themselves down on his defenses (employing the Armor of Malsheem and his divine shields), creating a feeling of hopelessness and forcing them to inevitably submit to his will. Though it is virtually unheard of for Asmodeus to enter physical combat, he is quite proficient at it, and with the might of the *Ruby Scepter of Hell*, Asmodeus will not hesitate to humble his foes in melee if necessary.

Between his melee abilities, salient divine abilities, special attacks, spell-like abilities, spontaneous spells, and the powers of the *Ruby Scepter*, Asmodeus has virtually limitless options in combat. His vast knowledge allows him to select the most appropriate attack form for any foe or situation he may come across.

Asmodeus is always prepared to increase the sway of Lawful Evil, and a creature powerful enough to challenge him may become a useful slave, whether tempted or tricked into his service or dominated outright. Others that challenge The Overlord, however, may find naught but oblivion as he consumes their immortal souls.

Alter Reality: Asmodeus can use the *wish* spell with regard to his portfolio, save for the replication of other spells. This ability costs Asmodeus no XP, and requires a standard action to implement. Asmodeus may also use alter reality to cast any *inflict* spell at will as a standard action (applying metamagic feats to the spell requires him to forego using alter reality for 1 round for each spell level the feat would add). As a free action, Asmodeus can assume any size from Fine (as small as a grain of sand) to Colossal (up to 1,600 feet tall), adjusting his statistics accordingly. He may also change the size of up to 100 pounds of objects he touches.

Aura of Utter Hell (unique salient divine ability): As the ultimate representation of organized evil, Asmodeus exudes an aura that is akin to Hell itself. Asmodeus' presence is so heinous and overwhelming that it causes lesser (that is most) beings to cower before him or pay homage to the totality of Lawful Evil he represents. All within 9 miles of Asmodeus must succeed on a Will save (DC 72). Those who succumb to evil of The Overlord of Hell suffer one of the three following effects, as determined by The Lord of the Nine (who can change the effect, or discontinue it, as a free action):

Cower: Affected beings cower before the might of Asmodeus. They can defend themselves normally but take no actions.

Induce Fear: Affected beings become panicked and suffer a -9 morale penalty on attack rolls, saves, and checks. The merest glance or gesture from Asmodeus makes them frightened, and they flee from him as quickly as possible. A panicked creature has a 50% chance to drop what it's holding, chooses its path randomly (as long as it's getting away from immediate danger), and flees any other dangers that confront it. If cornered, a panicked creature cowers.

Obeisance: Affected beings drop to their knees at the sound of Asmodeus' voice, acknowledging The Arch-Fiend's sovereignty. While bowing, victims are considered prone and flatfooted until their next turn. Asmodeus can use Obeisance in conjunction with any 9th level or higher spell that requires a verbal component (this includes spells adjusted by metamagic feats). Doing so uses up a spell slot as per usual.

Asmodeus' Aura of Utter Hell supersedes the effects of his divine aura for those beings within 9 miles of his presence. Deities and cosmic entities can only be affected on a successful opposed rank check.

Avatar: Asmodeus is the avatar of The Overlord of Hell (Lawful Evil overdeity). As the avatar of an overgod, Asmodeus possesses the powers of a true deity rather than those of a conventional avatar. Asmodeus also keeps his maleficarim special abilities, and was given several unique salient abilities to help facilitate his rule over Perdition.

The Overlord may generate up to 20 avatars within Hell at one time and typically has at least nine (including the "dominant" avatar) available. However, due to the nature of his imprisonment, The Overlord may only maintain one avatar outside of Hell at any one time; if The Overlord sends an avatar beyond Hell, he can neither generate nor maintain other avatars (already created avatars go into "stasis" until the avatar returns to Hell). It takes 90 days for the Overlord to create a new avatar unless an avatar was destroyed beyond Hell. In such cases, The Overlord will lose all current avatars save one and it will take nine months for him to create a new avatar. It is unknown what would happen if The Overlord lost access to all his avatars. The Overlord may select different appearances, ability scores, classes, feats, salient divine abilities, skills, and so on when creating an avatar, as was the case with Lucifer and Asmodeus.

Damnation (unique salient divine ability): Many desperate mortals have made deals with devils over the centuries, seeking the quick (yet dangerous) road to knowledge, power, or wealth. Some of the most arrogant or foolish have attempted to bargain with the King of Hell himself. Assuming the client signs several contracts of terrifying complexity, thereby agreeing to repay the Overlord at some point in the future, Asmodeus will grant the client whatever his or her heart desires. Using his ability to alter reality, Asmodeus will generally grant the client great power (whether personal or political) and/or the ability to completely dominate or oppress a person, group of people, or even country of their choosing.

Asmodeus can grant virtually any boon that suits him and his client's needs. For instance, Asmodeus might grant the client a +9 profane bonus to an ability score or skill (especially Bluff, Diplomacy, or a Knowledge skill), or the ability to cast a spell like *dominate monster*

or *mass charm monster* (with a +9 profane bonus to the save DC) 9 times per day as a spell-like ability. Asmodeus is quite flexible with the boons he offers those insane enough to deal with him; so long as their desires promote organized evil, The Lord of the Nine is likely to grant them their request, even in the form of a *wish*. Furthermore, it is believed that Asmodeus has the ability to mimic the soul-bargaining powers of any being bearing a Duke of Hell, arch-devil, or Lord of the Nine template. To date, this has neither been confirmed nor debunked. It is known that Asmodeus has the ability to grant Damnation “boons” through a proxy; such proxies are typically Nessian pit fiends, extremely powerful (21st level +) cardinals of Asmodeus, or Dukes of Hell (particularly Martinet).

Asmodeus can bestow up to nine such benefits per client, but one such benefit is lost every nine months unless the client sacrifices the soul of a willing or dominated subject to Asmodeus before that time. Such sacrifices must be worth no less than one-third the HD of the victim and must have noble or royal blood in their veins (no more than nine generations removed). Such sacrifices must take place in regal environments and at midnight. When all of a client's powers have been lost, or when all nine sacrifices have been made, the client usually dies (The Devil has been known to let his favored clients live on for quite some time, often killing them when they least expect it or right before they assume their hoped for “destiny”). Short of the direct intervention of a deity while the client lives, there is no chance of reprieve from the damnation awaiting this corrupt soul. Even with the direct intervention of the deity, the victim must undergo some form of *atonement* to release his soul from Asmodeus. The deity may offer *atonement* and a quest to the client to not only undo the wrongs he committed, but to release the souls he consigned to Hell to gain more power. The quest must be completed within nine months after which the client's soul is forfeit and he immediately dies and descends into the Pit of Darkness where his oblivion will be endless and complete. To retrieve such a soul is an epic adventure of almost divine proportions as it requires that one bargain with Asmodeus . . .

Divine Immunities: Ability damage, ability drain, acid, *binding*, cold, death effects, *dimensional anchor*, disease, disintegration, *dismissal*, electricity, energy drain, *imprisonment*, mind-affecting effects, paralysis, poison, *repulsion*, *sleep*, *soul bind*, stunning, *temporal*, *stasis*, *trap the soul*, turning or rebuking, transmutation. Unlike most deities, Asmodeus is subject to *banishment* and similar effects. This unique status is due to the nature of The Overlord, who itself has effectively been banished from the Cosmos.

Domain Powers: Cast divination, evil, and law spells at +1 caster level; smite 18/day (+4 to attack, +20 to damage); treats Bluff, Disguise, and Hide as class skills.

Gaze of Hell's Depth (Su): Asmodeus' gaze reveals the depth of depravity, loss, and wickedness that is Hell. Those subjected to Asmodeus' blood red gaze may suffer one of the following effects, as chosen by Asmodeus (each is a mind-affecting gaze attack with a range of 60 feet):

Chill: The target creature must make a Fortitude save (DC 72) or begin to feeling numbingly cold and empty. If affected, it can take only a single move action or standard action each turn, but not both (nor may it take full-round actions). It moves at half its normal speed (round

down to the next 5-foot increment). This effect lasts for up to 63 rounds and does not stack with other *slow* effects. Additionally, the creature takes a –9 penalty on all attack and damage rolls, saving throws, ability checks, and skill checks for the next 24 hours.

Fear and Weakness: The target creature must make a Will save (DC 72) or cower before Asmodeus for up to 63 rounds. If the Will save is successful, the creature is instead shaken for 9 rounds. In addition, if Asmodeus wills it, the target may also take 9 points of Strength damage. A Fortitude save (DC 72) halves the effect. A creature cannot drop below Strength 1 in this manner.

Madness: If the target creature fails a Will saving throw (DC 72), its mind becomes overwhelmed by the sheer power and otherworldliness of Asmodeus. The creature's Intelligence and Charisma scores each drop to 1. The affected creature is unable to use Intelligence- or Charisma-based skills, cast spells, understand language, or communicate coherently. The subject remains in this state until a *heal*, *limited wish*, *miracle*, or *wish* spell (succeeding at a DC 45 caster level check) is used to cancel the effect. If the variant sanity rules are being employed (see Appendix D: Infernal Insanity), the creature instead takes d% points of sanity damage (minimum 9) on a failed save and 3d6 points of sanity damage on a successful save.

Deities and cosmic entities can only be affected on a successful opposed rank check.

Hell's Mouth (unique salient divine ability): As the King of Hell, Asmodeus has absolute control over all of the *gates* and portals that lead to Hell from any location, reality, or plane of existence, as well as those within Hell. Up to 18 times a day, The Lord of the Nine can cause a *gate* or portal to open and can accomplish different feats with it. First, Asmodeus may use the Hell's Mouth to interact with beings within his sensory range. Secondly, Asmodeus may cast spells, use salient divine abilities, spell-like abilities, or any other power through a Hell's Mouth. Asmodeus may also send devils through the Mouth; such beings are treated as if *called* rather than *summoned*. Finally, Asmodeus can cause the Hell's Mouth to inhale sharply; sucking in those within 90 feet into a location in the Nine Hells of Asmodeus' choosing if they fail a Will Save (DC 72). In any event, the Mouth remains open for nine rounds.

Asmodeus can only open existing *gates* to Hell or those that have been opened by spellcasters, magic items, or artifacts within the past nine days at the location the *gate* was created. Thus, if a wizard casts a *gate* spell to Hell in his sanctum, for the next nine days, Asmodeus can create a Hell's Mouth in that location. Asmodeus cannot use Hell's Mouth on typical *summon monster* spells. He is limited in his ability to create Hell's Mouths on planes apart from Hell and the Prime - he does not have direct access to the Ethereal Plane or the Elemental Planes. He has no access to the plane of Concordant Opposition or to Sigil, though he is able to open a Hell's Mouth in the gate towns. He may open Hell's Mouths on the Outer Planes, but only 18/year, and only within 18 miles of an existing monument or portal to Hell. Note that these restrictions do not prevent him from opening standard *gates* to these locations (save Sigil).

A Hell's Mouth usually appears as a great, diabolically evil human male face with jagged, chewing teeth. Flames burst from the gaping maw as it attempts to suck in unlucky victims or when Asmodeus uses the Mouth to communicate. On other occasions, it appears

as a particularly sinister-looking portal complete with a diabolical, enflamed frame. Asmodeus may adjust the Mouth's appearance as he desires.

Infernal Knowledge: As the driving force of Lawful Evil in the cosmos for countless millennia, Asmodeus possesses untold knowledge. He may use the lore ability as a 45th level loremaster (+85 to his check).

Infernal Majesty (Ex): Within Perdition, the power of the King of All Hell is incomparable. On any layer of Hell, Asmodeus possesses a cosmic rank of 21, ranking him as an overdeity. This does not alter his statistics and is applied in addition to his divine rank (the better of the two, in this case the cosmic rank, is used for rank checks). Asmodeus may select up to nine locations within Hell at any one time, which he may affect as a godly realm. It is unclear if he has any limitations in terms of range or duration in accomplishing such feats. Although it is believed that he must succeed in a rank check to overcome the cosmic or divine defenses of other Lords or gods, the certainty of this position is unclear.

The Lord of the Nine (unique salient divine ability): Asmodeus is affected as though by a permanent *non-detection* spell (caster level 45th) and can see in perfect darkness, even that created by *deeper darkness* spells. He can communicate with any creature within 18 miles using telepathy. He gains the Damage Reduction, Infernal Majesty, Regeneration, and bonus feats of the Lord of the Nine template, and reaps improved versions of some of their other powers, as follows:

Call Devils (Su): As a move equivalent action, Asmodeus can demand the respect of any devils. Asmodeus may call, up to 9 times a day, up to 3 arch-devils, 6 Dukes of Hell, 9 pit fiends, or 18 of any lesser type of devil. Any devil or being with a diabolic template is vulnerable to being called by Asmodeus, regardless of location. No devil is brave enough (save Mephistopheles) or stupid enough (save Moloch) to verbally challenge Asmodeus in Hell, much less to his face, so all obey his commands.

Diabolic Supremacy: Akin to (but more potent than) the diabolic prowess of lesser arch-devils, Asmodeus receives a +18 profane bonus to the DCs and effective caster levels of his special attacks, spells, and spell-like abilities. Asmodeus calculates the save DCs for his divine aura and salient divine abilities as he does his other special abilities.

Spell-Like Abilities: Asmodeus may cast all spell-like abilities available to the Lord of the Nine template at will. These abilities are included in the list below.

Overlord of Hell (unique salient divine ability): As the true and undisputed King of the Nine Hells, Asmodeus has powers that transcend those of the other Lords of the Nine.

Infernal Potentate (Ex): As the personification of Lawful Evil, Asmodeus' mere presence automatically *unhallows* an area equal to 9 miles in Hell. Not only can Asmodeus select any spell from the *unhallow* list in the *Player's Handbook*, he may also use any of his domain spells as potential attachments to the effect, can attach up to nine different spells at once, and can change the associated spells 9/day as a move equivalent action. While he can suppress (and reactivate) this ability as a free action, he rarely does so. Asmodeus can use this ability through his Hell's Mouth salient divine ability.

Submission of the Lords (Ex): Once a month, Asmodeus can force the other eight Lords of the Nine to

submit to him. Asmodeus may call them to his fortress in Nessus, Malsheem, where they must pay obeisance to him. This power also allows Asmodeus to terminate any and all infernal abilities of the Lords or any other devil. Asmodeus may do so 18 times a day as a move-equivalent action, the devil (even an arch-devil or Lord) receiving no saving throw or spell resistance to avoid the effect. The devil retains its hit dice, class levels, feats, skills, and ability scores, but loses its Abomination and Devil traits, supernatural abilities, spell-like abilities, and any benefits and/or features associated with the Duke of Hell, arch-devil, and/or Lord of the Nine templates. Asmodeus may also grant these benefits up to 18 times per day, again as a move equivalent action. Finally, Asmodeus can simply transform a devil into another kind of devil, the devil again receiving no save against this ability. This power extends beyond Hell through the use of a Hell's Mouth, although there are rumors that Asmodeus can reach beyond Hell without the benefit of the Mouth. Asmodeus' power to promote or demote devils as described here is in addition to the powers of the Diabolical Decree.

Spell-Like Abilities: Asmodeus uses these abilities as a 99th level caster, except for divination spells, evil spells, and law spells, which he uses as a 100th level caster. The save DCs are 78 + spell level. At will - *accursed*, *animate dead*, *baleful polymorph*, *blasphemy*, *blur*, *calm emotions*, *change self*, *charm monster*, *clair-audience/clairvoyance*, *command*, *confusion*, *contagion*, *create greater undead*, *create undead*, *deeper darkness*, *delayed blast fireball*, *desecrate*, *destruction*, *detect chaos*, *detect good*, *detect magic*, *detect secret doors*, *detect thoughts*, *dictum*, *discern location*, *disintegrate*, *dispel chaos*, *dispel good*, *divination*, *dominate monster*, *dominate person*, *earthquake*, *enthrall*, *false vision*, *find the path*, *firestorm*, *flame strike*, *foresight*, *geas/quest*, *greater command*, *greater dispel magic*, *greater invisibility*, *greater restoration*, *harm*, *hellball*, *hold monster*, *implosion*, *inflict critical wounds*, *inflict light wounds*, *invisibility*, *legend lore*, *magic circle against chaos*, *magic circle against good*, *mass hold monster*, *mass inflict light wounds*, *mass suggestion*, *meteor swarm*, *mirage arcana*, *mislead*, *monstrous thrall*, *non-detection*, *oppress*, *order's wrath*, *persistent image*, *polymorph*, *polymorph any object*, *power word stun*, *protection from chaos*, *produce flame*, *protection from good*, *pyrotechnics*, *read magic*, *restoration*, *resurrection*, *screen*, *screaming*, *shield of law*, *suggestion*, *summon monster IX* (as evil or law spell only), *symbol of pain*, *time stop*, *true domination*, *true resurrection*, *true seeing*, *tyranny*, *unhallow*, *unholy aura*, *unholy blight*, *wall of fire*, *wish*.

Spells: Asmodeus may spontaneously cast up to 9 arcane and 9 divine epic spells per day. The forbidden spells *accursed*, *Asmodeus' heretical infection*, *the Serpent's sibilant whisper*, and *tyranny* are all closely associated with the Lord of the Nine, though he is familiar with an untold number of spells.

Cleric Spells Per Day: (Levels 0-22)
6/11/11/10/10/10/9/8/8/8/5/4/4/4/3/3/3/2/2/2/2.
Caster level 71st (72nd for divination, evil, or law spells).
Base DC = 51 + spell level, or 53 + spell level for mind-affecting, language dependant spells.

Wizard Spells Per Day: (Levels 0-22)
4/10/10/9/9/9/9/8/8/8/5/4/4/4/3/3/3/2/2/2/2.
Caster level 76th (77th for divination, evil, or law spells).
Base DC = 51 + spell level, or 53 + spell level for mind-affecting, language dependant spells.

The Ruby Scepter of Hell: Asmodeus carries *The Ruby Scepter of Hell*. The scepter is carved from pure ruby, with an onyx pentagram at its head. Of unparalleled craftsmanship, it glistens with an unimaginable, unearthly luster. This item would be worth more than 1,000,000 gp in gem value alone, before even considering its immense magical power.

The *Ruby Scepter* is a +9 *axiomatic power unholy power heavy mace* with a threat range of 18-20 and a x4 critical multiplier. Any creature struck by the *Scepter* is affected as by *blasphemy* and *dictum* (caster level 45th). The *Ruby Scepter* also possesses the following powers. While Asmodeus may use each of these powers at will, unless otherwise stated, all others may use each power no more than three times per day.

- **Tyrant's Taint:** On any successful strike, the Ruby Scepter may confer Tyrant's Taint. If a victim fails a Will save DC 72, he suffers from this insidious effect. *Tyrant's Taint* has an incubation period of 9 days and deals one negative level. The "damage" dealt by *Tyrant's Taint* shifts the victim one alignment step closer to Lawful Evil. What makes *Tyrant's Taint* particularly dangerous is that a new save must be made every nine days for the next 81 days. Nine successful consecutive saves indicate that one has become free of the disease. *Tyrant's Taint* may be removed by a 31st level, good aligned cleric who must cast *greater restoration* and *miracle* in immediate succession, succeeding on a DC 45 caster level check each time; this may be done at any time during the 81 day period. Like *the Serpent's sibilant whisper* (see Chapter 2: Forbidden Magic), it is all but impossible to detect *Tyrant's Taint*.
- The *Ruby Scepter* grants a +9 profane bonus to the saves of all Lawful Evil creatures within 90 feet (all wielders save Asmodeus benefit from the bonus). The wielder may withdraw this effect on an individual basis should a powerful Lawful Evil creature challenge his authority. Further, all Lawful Evil creatures within 900 feet with 45 or fewer combined HD or class levels may be commanded by the wielder as an evil cleric commands undead. All other non-Lawful Evil creatures with fewer than 45 HD may be turned as a good cleric turns undead.
- **Absorption:** The *Ruby Scepter* can be used as a *rod of absorption*, capable of absorbing up to 27 spell levels per day.
- **Armor of Malsheem:** When this ability is activated (a full round action), the wielder's damage reduction, fast healing, and regeneration are doubled for the next 9 rounds (if the wielder does not possess one or more of these boons, he receives a DR of 9/—, fast healing equal to his Constitution modifier, and regeneration equal to double his Constitution modifier). When in Asmodeus' hands, the *Scepter* also doubles the hit points of his divine shields for the duration. While this power may be used once a day for others, Asmodeus take on the Armor of Malsheem thrice per day.
- **Bolt of Lightning:** 180 foot long, 10 foot wide line; deals 180 points of corrupted, violated electricity damage (Reflex DC 72 for half). Failure of the Reflex knocks a victim prone; furthermore, failure by 10 points or more throws a victim back 10 feet plus 10 more feet for every additional 10 points by which the save was failed (thus a being that received a result of

40 would be knocked back 30 feet). If this effect causes the victim to strike a solid object (like a wall), the victim suffers 1d6 points of damage for every 10 feet they travel before striking. A victim must also make a Fortitude save DC 72 or become paralyzed for 9 rounds. Whether the victim succeeds or not, he becomes charged with static electricity for the next 9 rounds and deals 15d6 points of electricity damage whenever they come within reach of or touch another being.

- **Cone of Frost:** 90 foot long cone; deals 180 points of corrupted, violated cold damage (Reflex DC 72 for half). Those struck must also make a Fortitude save DC 72. On a successful save, victims are *slowed* for 9 rounds. On a failure, victims are stuck in place as though by *hold monster* for 9 rounds. If they fail the Fortitude save by 18 points or more, they are frozen into ice and rendered helpless for up to 9 days (a *miracle* or *wish* cast by a 31st level caster that succeeds at a DC 45 caster level check can thaw victims out). If they take 50 points of damage or more from any one attack while in this state, victims shatter into pieces and die.
- **Inflict Wounds:** On any successful melee attack with the *Ruby Scepter*, the wielder may choose to inflict wounds upon the target of a melee attack (this is done as part of the melee damage rather than as a separate action). This effect deals 52 points of corrupted, violated negative energy damage to the target (Will save DC 72 for half). Undeath are neither harmed by nor benefit from this power. Thrice per day, Asmodeus (and Asmodeus only) can increase the effect, dealing 200 points of corrupted, violated negative energy damage instead (Will save DC 72 for half). In both cases, Asmodeus heals a number of hit points equal to half the damage dealt in this fashion (he cannot exceed his normal maximum hit points in this fashion).
- **Jet of Acid:** 360 foot long, 5 foot wide line; deals 180 points of corrupted, violated acid damage (Reflex DC 72 for half). Failing the Reflex save requires that a victim must also make a Fortitude save DC 72 for one magic item; failure indicates that the item takes the damage as well (see *Items Surviving after a Saving Throw* in the Magic Overview section of the *Player's Handbook* to determine which items are affected first). At the beginning of each of the next two rounds, another of their items must save as well. In addition, the acid eats away at the flesh, dealing 3 points of Constitution damage (Fortitude DC 72 for half) immediately and an additional 3 points at the beginning of each of the next two rounds (unless a *heal*, *miracle*, or *wish* spell from a 31st level caster that succeeds at a DC 45 caster level check is cast on the victim).
- **Tyrant Triumphant:** Activating this ability causes pulsing, red and black waves to emanate from the Scepter in a 90 foot radius. The area within 90 feet of the *Scepter* is surrounded by a wall of anti-magic. The wall is razor thin, but prevents spells or supernatural abilities originating from within the area from affecting those without and vice versa, similar to the lesser layers of a *prismatic wall*. All save the wielder within the area are affected as if by *disjunction*, *blasphemy*, *dictum*, and *repulsion* in that order during the round that the effect begins (caster level 99th, DC 72 where applicable). A nearly impenetrable shield is

erected around the wielder, and remains for 3 rounds. Each round the barrage of spells repeats within 90 foot radius of the *Scepter*. The shield surrounding the wielder is immune to all forms of attack save those with the good or chaotic descriptor. The shield has 999 hit points. Even from those forms of attack against which it is vulnerable, the shield ignores the first 90 points of damage per round. Good or chaotic aligned spells which do not normally deal damage deal 1d10 points of damage per spell level to the shield. During the first round, the *Scepter's* wielder is purged of all unwanted effects, including but not limited to, disease, poison, enchantments, curses, debilitations, and death. In the second round, the wielder is healed to full hit points. By the third round, the wielder regains spells, spell-like abilities, and any other limited-use abilities innate to his nature (not granted by an item) as if he had rested for a day. While Asmodeus may use this ability thrice a day, all others benefit from it once a day. Tyrant Triumphant will automatically activate once per day should its wielder perish. In either case, once Tyrant Triumphant is used, the wielder may not call on any of the *Scepter's* other powers save its melee effects (including *axiomatic power*, *unholy power*, *blasphemy*, *dictum*, and *Tyrant's Taint*, but excluding *inflict wounds*), or the remaining uses of Tyrant Triumphant (Asmodeus only), for the next 24 hours.

A being that touches or holds the *Ruby Scepter* against Asmodeus' will suffers several dire consequences. In addition to the saves required by Infernal Arms, the DCs increase by +1 every nine hours. Even a being that saves against these effects suffers nine negative levels when holding the *Ruby Scepter*.

Any being slain by the *Ruby Scepter* finds his soul consigned to Nessus – trapped in the Serpent's Throne. No being save Asmodeus himself can restore such a soul to life. Asmodeus has a price for the release of each one, assuming someone is willing to travel to his domain in order to bargain for it.

Some say the Supreme Virtue once traveled into Hell to liberate her follower, and she was the only one to ever receive a soul back free of cost. The modron bureaucrats of Mechanus offer pricey legal advice for discovering loopholes in a contract offered by Asmodeus...some go mad after seeing perfect logic so tainted by evil.

Other Divine Powers

The statistics here reflect the powers of the avatar of the King of Hell, whom most simply call Asmodeus, although the true name of this being is unknown. As far as the devils of Hell, most gods, and virtually all lesser beings know, the avatar is the true Asmodeus.

Although these statistics are for the avatar of the true King of the Nine Hells (what or whoever that being might be), it is only through the use of the Hell's Mouth salient divine ability that the avatar can interact with (or, more rarely, enter) the Prime Material Plane.

Senses: Asmodeus can see (using normal vision or darkvision), hear, touch, and smell at a distance of eighteen miles. As a standard action, he can perceive anything within eighteen miles of his worshipers, holy sites, objects, or any location where one of his titles or name was spoken in the last hour. He can extend his senses to up to twenty locations at once. However, his remote

sensing is limited to Hell, or to Prime worlds he has accessed with a Hell's Mouth. While he can completely block the sensing power of any god or cosmic entity attempting to peer into Nessus, he does not have this ability beyond his layer.

Portfolio Sense: Asmodeus can sense anything that pertains to Lawful Evil acts (trickery, tyranny, etc.) eighteen weeks before it happens and retains the sensation for eighteen weeks after the event occurs. However, he is limited in his ability to perform this feat beyond Hell except with the use of a Hell's Mouth.

Automatic Actions: Asmodeus can use Bluff, any Knowledge skill, or Sense Motive as a free action if the DC for the task is 30 or lower. He can perform up to twenty such free actions each round.

Create Magic Items: Asmodeus can create any magic item that has lawful or unholy attributes, that smothers the will, or that otherwise brings the wielder ever closer to a Lawful Evil alignment.

Summoning Asmodeus

The summoning of the King of Hell is a rare event indeed, but it has been attempted - and even been successful - on certain occasions, most often immediately before the absolute triumph of Hell's powers on a prime world. The highest-ranking cardinals of Asmodeus are perhaps the most likely to successfully summon The Lord of the Nine, but the damning secrets by which this feat can be accomplished are by no means limited to their clandestine order. In short, those who dig deep enough and delve far enough will find a way to treat directly with he who rules from the bottom of the Pit.

Asmodeus has stipulated very precise arrangements necessary to facilitate his summoning to the mortal coil. First of all, the summons must be spoken entirely in the Dark Speech. This tongue, best lost to mortals, is the only language capable of adequately capturing the evil essences crucial to the invocation; scholars have speculated that the Dark Speech, while representative of evil as a whole, more perfectly represents Lawful Evil than Neutral Evil in that it is confined in a particular, definable form. The ritual formulas, repeated thrice throughout the invocation, only further demonstrate this lawful bent.

Speaking the entire invocation in the Dark Speech is no mean feat; indeed, a mortal cannot possibly achieve such a thing on his own. Thus the second requirement of the invocation: diabolical aid. The summoner must be assisted in the invocation by nine pit fiends (or devils of equal or greater status - note that epic level cardinals of Asmodeus are considered to be of such status for this purpose). These pit fiends are generally brought to the prime for the summons by means of *greater planar binding*. Whether *bound* or not, these diabolical aides must be situated equally around the outer *magic circle*. Even with such aid, any mortal involved in the casting takes 18d6 points of non-lethal damage from the strain of channeling such oppressive might as needed to summon the King of Hell.

Finally, the site itself. This must be an unworked stone room, at least 36 feet in all dimensions, the ceiling of which being situated at least 9 feet below the foundations of a place of profound religious significance. The *magic circles* must be chiseled directly into the bedrock before being laced with powdered silver, ebony, and

unholy unguents worth in excess of 9,999gp. The trappings of power must adorn the place – rich tapestries, exotic treasures, slaves, and so forth. The chief invocant must dress to suit the site and the occasion: garments of rich brocade, black and crimson, and bearing a rod in the right hand, and a scourge in the left.

As the invocation progresses, the chief invocant walks about the outer magic circle, forcing each devil in turn to submit to him, until all nine bow and offer him obeisance. The chanting continues throughout, but each devil that submits to the chief invocant loses one point of Intelligence permanently as a result of the dark energies being channeled, as forbidden lore is stripped forever from their minds. The chief invocant does not gain this knowledge; instead, it provides the final fuel required to rend the wards protecting the mortal coil from the physical presence of The Devil.

A crack appears then in the center of the floor, small at first, and then suddenly wrenching open under the pressure of a mighty, supernatural blast. All in the room must succeed on a Strength check DC 72 or be knocked to the ground; note that it is not by happenstance that all in the room are forced to “bow” before Asmodeus even appears. Accompanying this terrific explosion of power, the cries of a myriad of damned souls rise from the Pit, the sound deafening all those except for the chief invocant (Fort save DC 72 allows the deafness to last only the duration of the audience, otherwise the deafness is permanent). A palpable mist of darkness ebbs into the room, at first swirling only around the feet of those in attendance, but steadily mounting throughout the encounter until nothing can be seen. Those without protection against mind-affecting effects must make a Will save DC 72 the moment they are engulfed by the darkness, or permanently lose all memory and become *feebleminded*.

An eddy in the mist is the first sign that betrays the coming of The Arch-Fiend. The cries rise in crescendo as he ascends slowly from the mist, his hands hidden deep within the folds of his robes, and his eyes piercing all those whom he gazes on to their very souls. Any who willingly participated in the summons at this time are damned, their alignments shifting directly to Evil along the moral axis, and three steps towards Lawful along the ethical axis.

Throughout the audience the mist of darkness gathers with increasing heaviness about Asmodeus, obscuring him from all sight early on, though the chief invocant can always see him clearly. Each time the Prime Evil speaks, an oppressive heaviness settles on all present, forcing additional Strength checks against DC 72. Failure results in that creature being forced to the ground – or, as is more likely the case, forced to remain on the ground – prostrate and effectively groveling for The Lord of the Nine. Deafened creatures are still susceptible to this effect, and the chief invocant is not exempt.

Asmodeus uses his vast intellect, cunning, and deific might to steer conversations in the way he desires, whilst also maintaining the illusion that all outcomes of the audience are as per the invocant’s darkest desires. He uses his Damnation ability to grant such desires to clients, granting up to nine boons to the invocant (note that the sacraments of the cardinal are not included as a manifestation of the Damnation power). The contracts drawn up in relation to such boons are complex beyond imagining, but entirely legal and binding throughout the Cos-

mos. To date none have found any viable loophole in even one of The Overlord’s contracts.

When business has been concluded, Asmodeus, in the midst of the darkness, covers his face with the hood of his robes and whispers an unholy prayer. The darkness takes on a malevolent feel, transmuting into a permanent *damning darkness* effect through which only the chief invoker (typically) can see. Joining Asmodeus in his unholy, blasphemous prayer are the souls of the countless damned, whispering and weeping as their sorrow and damnation leeches from the Pit of Darkness. The arch-devil begins to swell into immensity, his shape elongating and becoming serpent-like, his face becoming too terrible to behold. All those that witness this transformation immediately lose nine years from their lives and suffer 9 points of Wisdom drain (if the variant sanity rules are in use, victims lose d% sanity points). In short order, the King of Hell’s bulk strangles the entire room. As the whispers of the damned reach a chilling crescendo, The Overlord’s form explodes into a cloying, black mist that forces its way into every creature present. This process is a violation of the highest order that eternally marks the soul. Animals, magical beasts, oozes, plants, or vermin immediately take on the fiendish template and become Lawful Evil. All others are thereafter under a permanent *serpent’s sibilant whisper* effect (Will save DC 72 negates). Unlike the version of the spell detailed in Chapter Two, a successful rank check is required to not only magically discern the enchantment, but to remove it once found. If the rank check is not exceeded by at least ten points, the victim’s soul is immediately rent from wherever it resides and is dragged screaming into Nessus.

The pit fiends present, having suffered humiliation and a loss of intellect, are banished from Hell, but are granted an ethereal form by which they may tempt and possess the souls of the children of humanity (see the *Book of Vile Darkness* for rules on possession and the *Fiend Folio* for the fiend of possession prestige class). Generally, these pit fiends remain close to the chief invocant, possessing those closest to him and influencing all his affairs in such a way as to please Asmodeus, hoping for a reprieve and return to Hell.

Once the pit fiends take ethereal form, illumination returns to the summoning chamber and all seems as it was save that burnt into the precise center of the floor is a small (nine inch) and invisible symbol of Asmodeus. The summoning chamber is forever marked as a place of immense and eternal evil. Although Asmodeus often leaves the mortal coil without any indication of a spiritual wound, it is a certainty that the effects of his spiritual wounds far exceed those caused by his vassals. The following affects are the better known:

- Evil and Lawful spells function at +9 caster level (this supersedes the caster level described in Chapter One.
- Asmodeus has the ability to select what creatures are affected by the spiritual wound maladies within the range.
- Asmodeus may cause weather in the area to function as evil weather cast by a 99th level caster with all applicable saves at DC 72 in addition to the effects described in Chapter One
- Asmodeus may open a Hell’s Mouth up to nine times a year for the next nine years in the summoning chamber.

The following is an excerpt from the Diary of Drenicus when he peered through a mirror of the realities during the Age of Greatness.

I scarcely heard the Constable of Nessus as he announced the myriad titles of the Hell's Master. Instead, I struggled to remain conscious as I stared into the mirror and through my pit fiend courier. An unbearable pressure had descended upon me. Sweat, thick and cold, coated my flesh. My head felt gripped between the jaws of a dragon. A rushing sound, like that of water in rapids, took hold of my hearing. My heart seemed ready to flee from my chest. A terrible pain, driven by unreasoning fear, filled me. I heard something whisper my name. Not my name as I write it or as my friends speak it, but the name that I know in the depths of my soul to be my True Name. I knew it was time for me to end this venture, to cease my reckless foolishness. I tried to turn away from the mirror, yet something held me. Something commanded me to bear witness. To serve.

I suddenly realized that I was no longer watching the Procession. The Serpent's Throne filled the mirror, a great hooded viper of lustrous ruby that slithered about its own coils. Darkness unfathomable surrounded this throne. Yet, a deeper darkness was hidden within. Then, I saw him. Or rather, I saw Him. Seated upon the Serpent's Throne He looked at me. He looked at me as I sat in what I thought was safety!

The small amount of exposed flesh was flawless, like the purest marble. His attire was like the robes and cloaks of a holy high priest, both regal yet simple in its austerity. It did not seem woven from any fabric in this or any other world, but spun from the blackness of the Cosmos itself. In the long fingers that rested in his lap He held a ruby scepter, its head an onyx pentagram. No crown obscured the black hair that was slicked back above the noble forehead. While the square jaw was clean, the firm mouth and full lips were framed by trimmed moustache and goatee. For all of this, what I remember more than anything were the eyes. They were large under the heavy brow. Completely red, like blood, those glowing eyes gazed at me. Through me. Into and beyond my soul. They devoured everything I ever was and could be. Despite the pleasant smile on His face, those eyes told me I was less than nothing, an object to be used and discarded as necessary.

Pressure forced me from my chair. As I was forced to my knees and hands, bile raced up my throat and tears poured from my eyes in rage and humiliation. And fear. I supplicated myself before Him, kissed the floor before His feet. Although nothing touched me, my chin was lifted to behold Him again. A voice, colder, deeper and darker than any I had ever heard and ever will, burned in my mind. I whimpered at the violation, the intrusion at the contact.

So, thou hast peered beyond the Gates of Hell. His lips did not move. Or perhaps they did. To this day, I cannot tell.

I nodded.

Was it worth it?

I shook my head as what I thought was tears and snot leak from my eyes and ears. I would later learn it was my blood. "No, I will never say what I have learned here today!" I tried to bite my tongue but the honorific was still wrenched from my throat, "My Lord and Master."

He peered down on me. Oh, thou wilt testify. All that thou hast seen has been granted to thee through Our explicit will. Did thou think that thy little defenses, this paltry trinket, He motioned at the mirror, could hide thy intrusion from Us? He laughed, a bitter, empty sound that was worse than his voice. The mirror squealed and its frame trembled.

"No!" I spat. "I will not abide by your wishes!" I called on all my courage, all of my faith at that moment as I tried to rise to my feet. "In the name of the Seven Heavens, I rebuke thee, foul serpent!"

He lazily inclined His head to one side and I was slammed back down. Even as I cried out from a cracked rib, He leaned forward. Urine raced from my bladder as the impossible occurred! He reached through the mirror and tapped my head with his scepter. I howled as pain like no other ravaged me, blinded me. Yet, in my mind I beheld visions that I only clearly see in the nightmares I continue to have each night to this day. For what I saw was a great Pit of Flames and Darkness large enough to engulf the Cosmos. At the base of that Pit uncountable pit fiends of the greatest size marched, endlessly emerging from a great pool of flaming

Chapter Nine: The Lords of the Mine

blood. Languishing in misery within the pool of flaming blood were the souls of all those damned to Hell. They melted slowly, eternally, screaming and calling out for the gods of light in a place where no such beings could hear them.

And within that great pool laid a serpent. Its scales were darker than the deepest black, each the size of a single world. Wounds as large as the deepest canyons littered the mass. Tattered, broken wings spread uselessly across the Pit. Blood red eyes glared at me as a forked tongue darted out eagerly. As each soul melted into oblivion, the wounds closed ever so slightly, the wings came closer to restoration.

Then the head rose from the coils. The last souls were devoured in a final, pitiful shriek of horror. The wounds were gone and the wings unfurled. The great serpent rose from the Pit, exploding from Hell. The pit fiends rose behind it in unison. Gods, angels, mortals: none could withstand the serpent as it encircled Creation.

Just before the Cosmos was suffocated, I was back in my body, in my mind, before the mirror. I was staring back at myself. The mirror was no longer in use. I scrambled painfully to my feet, noting the taste of blood in my mouth and the stench of my waste. I turned to flee and saw an open, leather bound book on my chair. My handwriting was on those pages, including the words I had thought during my exploration. Words I had never written. With trembling hands, I picked up the book and looked at the cover. In silver were the words *The Diary of Drenicus the Wise: The Gates of Hell*.

I tried to throw the book away and found that I could not will myself to do so. I turned back to the mirror and said as defiantly as I could, "No one will believe a word of this."

Before I turned around to forever leave, His voice replied, **Our sentiments exactly.**



Appendix A: Minions of Perdition

While the best known mortal servants of Hell tend to come from the ranks of the Prestige Classes of Perdition in Chapter Three, there are many others that serve the cause of tyranny and oppression. Whether clerics, blackguards, or another class, all Lawful Evil divine spellcasters that do not bow to a specific god witlessly serve goals of Hell.

Minions of Lawful Evil

Lawful Evil clerics or other classes that serve the general concepts or tenets of Lawful Evil are typically considered unofficial servants of Perdition even if they have not taken diabolical oaths of service (see the Devotee of Darkness and Soulsworn feats in Chapter 3). However, some of these divine spellcasters draw their power from one of the other Lawful Evil planes. It is typically assumed that a LE cleric who possesses only the Law domain is a servant of Acheron and a LE cleric who possesses only the Evil domain is a servant of Gehenna. Clerics possessing both domains are considered to be of Perdition.

Most minions of Lawful Evil do not practice a specific dogma or religious tradition. Clerics of this sort form tyrannical cults that pursue various goals that may include the overthrow of a beneficent ruler, the establishment of an atheistic empire, or the summoning of a great evil dedicated to organized vice (typically a maleficarim, arch-devil, or even a Lawful Evil cosmic aberration like Ilsensine). In the event that such clerics abandon their dedication to Lawful Evil, they will experience a loss of their divine power until such time that they make amends to their specific worship of Lawful Evil. While they often traffic with devils, they are not beholden to them in the same way true servants of a Lord would be. Devils rarely attempt to bring such clerics into the fold unless directed to do so by a Peer of Perdition. These clerics are not bound by any of Hell's laws directly; however, by default all such clerics are slaves to Asmodeus. Although he does not directly grant them spells, they gain their spells from their faith in Lawful Evil which is personified by The Overlord. Asmodeus does have the power to take a personal interest in minions of Lawful Evil, but rarely does so, believing that if they are too witless and lazy to recognize a greater power behind them and to seek it out, they are not worthy of his attentions.

When these Lawful Evil clerics die, they are invariably damned to Hell; however, unlike servants of specific Lords or other Powers of Hell, these fools are cast into the Pit of Darkness where their souls are immediately consumed by Asmodeus.

For those Lawful Evil mortals who are not clerics, or who do not possess neither the Law nor Evil domains, a formal tribunal awaits after death. It is before this tribunal that the soul is judged and sent to Acheron, Perdition, or Gehenna for eternity. The tribunal consists of a representative from each of the three Depths Below. They hear the claims of all interested parties as to the disposition of the soul (who typically has no say in the proceedings) before rendering judgment. The decisions by the tribunal are final and irrevocable. A Count of Nessus usually sits as Hell's representative to the tribunal. It is

unclear which of the three factions dominates the decisions, although it is probable that Hell gets more than a fair share.

Minions of Hell

There is a growing minority of clerics and other Lawful Evil divine spellcasters that serve Hell directly. They tend to serve no specific doctrine other than tyrannical evil and this is what sets them apart from the Minions of Perdition. Such clerics are very similar to minions of Lawful Evil save they have either taken a diabolical oath, or they have made a pact with a Power of Hell. About 25% of the minions have taken oaths while the balance is those who have made pacts. Of those who have made pacts, over 50% are Lawful Evil and sometimes interact within a more formal religious structure.

Minions of Hell are all considered servants of Asmodeus even if they made a pact with another Lord of the Nine for they receive their spells through him; however, for the purposes of portfolio sensing, minions of Hell are still considered servants of the Power of Hell with whom they made an oath or established a pact. Since minions of Hell are not directly tied to Asmodeus (and rarely to a Lord for that matter), they tend to have much greater lee-way in their activities unless they are directly overseen by their patron. Indeed, it is unusual for the Powers of Hell to take direct and immediate interest in the actions of minions of Hell since most of them are created through pacts with Dukes of Hell.

Minions are rarely called to service for their master (s). As most of them have established pacts with Powers of Hell in order to achieve their desires, they tend to be obsessed in the pursuit of their goals. However, for those who are devotees or soulsworn, it is not unusual for them to be called on from time to time to engage in some kind of task for Hell.

On occasion, there are clerics and other divine spellcasters associated with other gods or concepts that become minions of Hell after making a pact with a Power of Hell. Although many such men and women do not immediately become Lawful Evil, they no longer receive their spells from their god or from the concept that empowers them but from The Overlord. Since they are not necessarily Lawful Evil at such times, these fools still cast domain spells as before until they either become Lawful, Evil, or both.

Minions are most likely to be encountered either in places where there are very powerful, established god-worshipping religions or in places where the Hells have limited interest or influence. In both cases, most minions are learned men and women with access to vast resources, allowing them to at the very least summon greater devils, if not Peers of Perdition, to the mortal coil. Upon their deaths, most minions are sent to the Lake of Fire and Brimstone where they are accursed into lemures. Those who attempted to avoid their fate through atonement are usually taken bodily into Hell by their master. These unfortunate souls are subjected to countless years of torture until their master grows bored and casts them into the Lake of Fire and Brimstone.

Minions of the Lords

There are two different kinds of divine servants of the Lords. First and foremost are those who claim member-

ship to the various Prestige Classes of Perdition; second, there are those who serve a specific Lord of Hell. In both cases, such minions recognize themselves as part of an organized religion and pursue the cause of their Lord's take on Lawful Evil. They also have taken either the Devotee of Darkness or Soulsworn feat. Many have also summoned powerful devils to the prime and established pacts of some sort. Only the most powerful (and certain in their dedication to Hell) have attempted to summon a Lord of the Nine.

Each Lord has his or her own way of managing their cults as detailed below. Thus, while cardinals of Asmodeus rule over the church of Asmodeus across the Cosmos, the structure of Mammon's churches and the relationships between toll wardens and his clerics differ from place to place. Further, each Lord is associated with two or three domains, although a cleric is not beholden to these so long as they select either Evil or Law.

While such minions venerate specific Lords, they all receive their divine power from Asmodeus with the Lord in question serving as proxy. Thus, Asmodeus can strip any servant of another Lord of his divine abilities; however, in most cases, Asmodeus allows his Lords to govern their "worshippers" as they see fit. The only regulation that Asmodeus has strictly enforced is no overt fighting among the different churches (covert fighting must be done in such a way as to avoid any indication of treachery and must not degenerate into Chaos or self-centered acts).

Minions of the Lords are usually found in hamlets, towns, and small cities that have limited or weak god-associated religions. In such locations, diabolical churches often flourish in secrecy, slowly asserting greater and greater control and/or influence in the surrounding environs. Only a select few in such locations are explicitly invited to join such a church; others are tempted to acts perpetuating a specific Lord's aspect of Lawful Evil, but rarely made aware of the terrible secret that lies so close. Most diabolical churches have large, subterranean temples that are usually removed from their town or city, thereby reducing the impact of spiritual wounds when devils are summoned to the mortal coil. It should be noted that in rare cases entire nations can fall under the power of a diabolical church. This only occurs when other churches are wiped out or are violated under the power of Hell's mortal servants. The empire of Narq, ruled by the Prince of Hell, Lixer, is an example of such an event.

Upon death, minions of the Lords find their souls taken directly to the Lord in question who can do with the soul as he or she pleases as described below. Asmodeus rarely seeks to take such souls, valuing the fact that such minions can continue their acts of organized evil in the afterlife. After all, their works will bring ever more souls to Hell, so he can afford to be without a few.

Honored Petitioners

Not all of the minions of a Lord of the Nine are condemned to existence as a lemure (or worse). A select few are granted higher forms upon their arrival in Hell. These beings gain the Baatezu, Evil, Extraplanar, and Lawful subtypes as well as the half-fiend template (the energy resistance granted by the Baatezu subtype overrides that granted by the template). They generally

also gain *greater teleport* (self plus 50 pounds of objects only) as a spell-like ability usable at will.

Many of these servants appear as true devils - and for most intents and purposes, they are. In these cases, the natural and special attacks (but not spell-like abilities) of the half-fiend template are replaced with those of the devil they resemble, along with the appropriate natural armor bonus and size modifiers. For instance, a cornugon would have the Stun special attack instead of Smite Good, as well as the bite, claw, and tail damage of a standard cornugon. Such a servant must possess a number of Hit Dice at least equal to the minimum Hit Dice of the type of devil they are to appear as. It should be noted that it is not unheard of for servants to experience a reduction from their original level.

Other servants maintain their original appearance or assume a unique one upon receiving this blessing. Some Lords are known to exchange the spell-like abilities of the half-fiend template with equivalent abilities that are more appropriate for the tasks the new devil will be assigned. For instance, Dispatser is known to grant such servants *wall of iron* in place of *contagion*.

Both types of servants advance in Damage Reduction and *summoning* ability as per the rules for advancing fiends found in Chapter 4.

The Lords of the Nine and their Cults

All Lords grant access to the Evil or Law domains. Any other options are detailed in individual listings.

Bael: Destruction, Hatred, War. Bael expects military precision in his churches, which are most often found in tyrannical and oppressive kingdoms and empires where they wield significant authority. Dark marshals of Bael tend to serve within the church of Bael as crusaders and templars. The few clerics of Bael are usually vicious, plotting racists that promote hostility against any and all that stand opposed to their ideas as to what is right and wrong. The churches of Bael promote strife and war. When such servants pass into the afterlife, their fate depends on how well they served Bael in life. Those who failed to impress Bael are accursed into lemures and sent to the front lines in the *Blood War*. The rewards of those who pleased Bael depend upon their level of achievement, but many become honored petitioners (see above).

Dispatser: Inquisition, Mind, Protection. Dispatser's church, surprisingly, is not especially organized. Most clerics devoted to the Iron Duke are so involved in their own goals that interacting with each other is too much of a bother. Furthermore, they all know that they are often working at odds with each other (none know that in the end only their Lord benefits from the confusion). Minions of Dispatser are often found in large towns and small cities where business is flourishing. Whether cleric or mogul, Dispatser's servants promote sloth and unethical behavior in all, particularly among the wealthiest. Some control merchant guilds or serve as advisors in such organizations; others are the heads of or powerful members in thieves' guilds. Moguls of Dispatser have no special relationship with clerics of the Second Perdition, although it is more usual to see a mogul working with a cleric rather than two moguls or two clerics. Upon death, minions of Dispatser are taken to the Second Hell. The vast majority are turned into lemures or soul shells

and made to commit to meaningless toil for at least 99 years. Those lucky few selected by committee after this time frame are promoted as necessary to fill whatever stations are available in Dis. There are a rare few who were so productive in their lives at making others unproductive that they are allowed to keep their mortal forms and abilities as honored petitioners. Such minions serve Dispater or one of his Dukes directly.

Mammon: Greed, Trickery. Diabolical churches dedicated to Mammon do not exist in a formal fashion because the members are too greedy to share the wealth. While toll wardens tend to focus on the acquisition of wealth, clerics of Mammon often promote the idea of even ownership for all. Thus, toll wardens and clerics are often at odds with each other. Toll wardens usually control thieves' guilds while clerics of Mammon usually serve in government roles and wield great power therein. While toll wardens often travel from place to place, clerics are stationary in small to mid-size cities. Upon death, minions of Mammon are taken to Minauros where they are cast out as lemures or soul shells into the city or sold to devils from other Perditions (usually Phlegethos); a few are sold to night hags. This notwithstanding, some minions of Mammon believe that they will prove themselves of enough worth that they will escape such a fate and instead be placed in a position in the Third Perdition where they can continue to satisfy their greed for the remainder of eternity. Mammon and his court remain reticent on this matter.

Belial: Domination, Fire, Pain. Belial's minions flourish in large, cosmopolitan cities where the wealthy and perverse are plentiful. They take advantage of those that seek new experiences, offering them intense, terrible sensations. Clerics and dominators have been known to work closely together, with the cleric typically controlling the dominator. While the cleric may pose as an upstanding citizen, the dominator manages brothels, torture chambers, and other areas fit for his calling. While the cleric seeks to denounce acts of perversion, promoting strictures in behavior, the dominator enforces those ideals. Of all the minions of the Lords save Asmodeus and Beelzebub, minions of Belial work most closely with devils, particularly erinyes or kochrachons. Belial's churches are extremely organized and are often provided cover by brothels and slave trade cartels. Weekly rituals of pain are typical and expected. Those that die dedicated to the Master of Pains and Suffering are cast into Phlegethos where they are guaranteed years of torture as soul shells. Those who prove themselves capable of appreciating their station and the pain they suffered are often promoted into erinyes or kochrachons; the balance are cast into the Lake of Fire and Brimstone and accursed as lemures.

Leviathan: Gluttony, Water, Weather. Among the Lords, Leviathan is the least interested in mortal worshippers as he is more interested in netting their souls. Those that serve him find their master capricious and treacherous. As a result there are few clerics and plenty of veils. Clerics of Leviathan often prey upon towns and cities along rivers and coasts and often pursue elaborate plots and schemes to take control of the environment; they are not adverse to making arrangement with seafaring races and monsters. These clerics rarely work with each other as they never trust others of their kind. Conversely, veils of Leviathan can be found anywhere, but particularly in good or neutral dominated places. Like their cleric counterparts, veils seek power, but are

far more subtle and difficult to discover. They often are at odds with minions of Dispater and Mammon as they tend to use thieves' guilds and mercantile organizations to further their goals. Likewise, they struggle against each other as they compete for their Lord's favor. Upon death, servants of Leviathan are cast into Stygia where they are usually thrown into the Styx. Those that manage to survive those waters intact are collected by barregons and are never seen again in their mortal forms. What happens to them is unknown, but the Order of the Fly suspects that they are turned into nupperibo and eventually into barregons.

Lilith: Destruction, Storm, Weather. Minions of Lilith function under very specific strictures. The Lord of the Sixth requires that all her servants are female or males that have castrated themselves. She also requires that her servants actively seek to cast down gods of nature, creation, or sex. Clerics of Lilith compete with their despoiler allies for control of her churches. Clerics tend to focus on the dark goddess aspect of their matron, focusing their attentions on overthrowing male dominated societies, the ritual sacrifice of children, and the emasculation of males of all sort. They tend to be found in hamlets and towns where they spread their teachings in relative isolation from established power structures. It is not unusual for clerics of Lilith to rule such locations, concealing their acts by masquerading as clerics of a true god. In contrast, despoilers are as likely to have arcane or druidic backgrounds as not. Despoilers tend to focus a great deal more on control over nature. Despoilers are often found in advanced societies that hope to expand and grow. They often work well with others, particularly servants of Dispater and Mammon, and have no qualms about working with each other. They are rarely in obvious positions of authority but tend to wield considerable influence. While they hate men, despoilers do not actively seek to kill them, viewing them as useful in the reordered natural environment they champion for their mistress. Children, however, are killed if the opportunity presents itself. The differences between the clerics and despoilers of Lilith results in the two factions rarely interacting. When they do, there is often a power struggle between the groups. Once dominance is established, it usually remains so long as the despoilers, who are prone to relocation, are in the area. Upon death, the souls of Lilith's minions are taken to Malbolge where they are often immediately turned into lemures for at least 99 years. Upon the end of that duration, these lemures are often put on a fast track to promotion and granted their old appearances upon becoming erinyes. Most of Lilith's servants remain erinyes for the duration of their existence, while a few are promoted directly to pit fiend status. Lilith treats her minions relatively well after their deaths.

Beelzebub: Nobility, Oracle, Trickery. Minions of Beelzebub consider themselves to be members of an elite group whose powers transcend the boundaries of one plane of existence. Unlike the servants of other Lords (save Asmodeus), those that serve the Lord of the Flies are unified in their activities and all of their pursuits promote a common goal: complete control of the world around them. Clerics of Beelzebub are the leaders of their Lord's church while infiltrators of Beelzebub are considered church specialists. Minions of the Seventh can be found almost anywhere. There are typically six major hubs or "webs" located in major cities of a given continent or world, the leaders of these webs answering

to a single powerful cleric located in a major metropolis. This leader in turn answers to a high ranking member of the Order of the Fly (epic leaders answer to Beelzebub himself). Upon death, minions of Beelzebub are “reeducated” in the ways of Hell as lemures in Maladomini. They are often left in this state for a time based upon their successes as mortals. The most successful are typically promoted to osyluths while the least remain lemures for an indeterminate duration. The successful leaders of Beelzebub’s church are always reformed in the forms they had in life, retaining their abilities with the application of the honored petitioner traits. They are usually placed within the Order of the Fly. The greatest of these often rise quickly within Beelzebub’s court... assuming they’re not assassinated. It is generally agreed that Beelzebub takes decent care of his favored minions.

Mephistopheles: Cold, Knowledge, Magic. Mephistopheles is close to Leviathan in his disdain for mortal servants. Those who would seek him out are not denied, however, as Mephistopheles knows that some mortals can exhibit some degree of intelligence from time to time. There are very few clerics dedicated to the Eighth as Mephistopheles draws from the mind, not the heart. Such clerics are typically multi-classed wizards (never sorcerers) and do not practice within a unified church. Stoics of Mephistopheles are even more isolated, spending their days seeking out more knowledge and imposing their whims on those less intelligent than they. In either case, both clerics and stoics of Mephistopheles are usually found in large towns or cities that are considered centers of knowledge. They often work closely with unscrupulous types (especially moguls of Dispaters) to procure books, scrolls, and magic items to facilitate their research. When they die, minions of Mephistopheles are cast deep into Cania where they are stripped of their knowledge and memories and forced to exist as lemures until they are fortunate enough to be promoted. Of those who discover this truth prior to death, most are smart enough to quickly determine the secrets of lichdom or else create spells to transform themselves into gelugons upon death, the beneficiary gaining honored petitioner traits. Others seek reprieve from this terrible destiny by leading others into Perdition (although it is questionable how well this path works). In any case, some of these former servants are recognized for their initiative in the court of the Eighth with minor titles and/or station.

Asmodeus: Destruction, Domination, Knowledge, Trickery. Of all the minions of Perdition, none are as organized, unified, or driven as those that serve Asmodeus. Minions of The Overlord account for over 50% of all minions of Perdition or Lords combined. They are a blight upon any world unfortunate enough to attract their attention. Although they have no real authority to do so, minions of Asmodeus often seek out and take control of the churches of minions of other Lords, using their greater access to resources to accomplish the task. Warlords of Bael serve as templars and warriors, moguls of Dispaters and toll wardens of Mammon ensure the regular intake of coin, dominators of Belial serve as assassins, and stoics of Mephistopheles offer guidance in lost or corrupt knowledge. Cardinals of Asmodeus control the church of The Overlord, while clerics are the rank and file members. The church is very hierarchical and maintains the same titles across the expanses of the Cosmos. While churches of Asmodeus can be found in any civilized area, the epicenter of their authority is usu-

ally in the capital city of a powerful nation or kingdom. There is always one supreme leader over the church of Asmodeus in a given world; such a one is always a cardinal of Asmodeus and many claim diabolical blood in his or her veins. The churches are extremely wealthy yet very subtle and difficult to detect, often masquerading as merchant guilds or aesthetic sects. Their goal is simple: to corrupt and damn as many as possible into serving the King of Hell. Although they often also seek regional or world domination, they are content to simply damning the most powerful and capable people in their realm of influence. Upon death, successful minions of Asmodeus find themselves as honored petitioners, usually appearing as erinyes or hamatulas. A select few honored petitioners are transformed into unique devils; they gain unique forms of their choosing and are knighted (see Chapter 4). For those who displeased Asmodeus, the reward is eternal damnation as their souls are devoured by their Master.

Everything in Hell, particularly the existence of every diabolical being, is strictly regulated. From the moment a new soul arrives in Phlegethos, every aspect of its being is monitored, catalogued, and evaluated. Depending upon a devil’s success and failures, its existence as a slave of Hell may be relatively pleasant or exceptionally excruciating. Eventually, a devil will either learn how to succeed and advance, thereby bringing ever closer the goals of Perdition, or it will be demoted repeatedly until it is eventually cast into the Lake of Fire and Brimstone where it is annihilated utterly, its essence merging with the plane and/or The Overlord, finally achieving some level of success in the end.

The Hierarchy of Hell

Demotion of Devils

The manner in which devils are demoted is a closely guarded secret. It is known that kocrachons, the torturers considered native to Phlegethos, have the ability to demote devils by slowly and painfully defacing them. It is also known that osyluths can demote devils accused of infractions in the *Blood War*. Finally, all greater devils – but particularly pit fiends – have the ability to demote lower ranking devil castes. While designated lesser devils are typically granted the right to demote by only one caste, greater devils can demote lesser devils all the way to lure status and lower ranked greater devils to cornugon status (cornugons are typically demoted to barbazus or squamugons). Whether this process is accomplished by long term ritual, magic, or some kind of mechanical process when done by common devils has not been determined. Of course, the Lords of the Nine suffer no restriction and may demote or promote as they see fit; for them the process is entirely magical.

A superior never demotes a subordinate without strong, documented cause for to do so risks the efficiency of Hell’s order. A hasty demotion almost always results in the supervisor suffering demotion and serving under the power of the wrongly accused.

Devils may be demoted in form as a punishment. A demotion in form may not result in a reduction in hit dice, but such a devil must not possess more hit dice than allowed by the new form. For instance, a pit fiend with 20 hit dice demoted to cornugon could retain its 20 hit dice, but if the same devil was demoted to lure it would have to be reduced to at least 6 HD, the maximum

allowed for a lemur. This is not to say that a punished devil is often allowed to retain any additional hit dice. In nearly all circumstances, devils are completely reduced to the base hit dice of the lower form.

A devil that suffers energy drain and loses levels that places it below the base hit dice of its form is expected to report to its immediate superior as soon as possible for judgment. Depending on the superior, the devil may be demoted to a lower form appropriate to the level loss or receive magical restoration of the lost level.

Promotion of Devils

Just as none beyond Hell know how devils are demoted, so too is the manner in which they are promoted a closely guarded secret. Typically, only pit fiends are granted the right to promote devils, although there have been cases in which gelugons have been accorded such power. Promotions in Hell are significantly rarer than demotion as a promotion not only brings a subordinate closer in status (and threat) to the supervisor, but if the promotion proves to have been a mistake, the promoter may himself be demoted by his own superior.

Devils have various methods of advancement. A standard promotion is through the various methods established and executed by the Dark Ministry. Lords of the Nine can circumvent these lengthy procedures and immediately promote a devil to a higher form. In any case, a devil cannot be promoted to a form for which it does not possess the base number of hit dice. Class levels acquired by a devil do not count for this purpose. When a devil is promoted, class levels it may have obtained previously are usually lost. Lords of the Nine may choose to allow the devils they promote to retain some or all of their class levels; the Dark Ministry never allows this for the rank and file.

Rank and Recognition

"Life" in Hell is almost entirely a military one for most devils. The vast majority of common devils contribute the bulk of their existence to the *Blood War*. Precision and rules dictate everything a devil does as it pursues the cause of Perdition in the War Eternal while it strives to rise above its peers to achieve the pinnacle of diabolical existence as a pit fiend. Less than one in a million devils ever make it to this lofty achievement. However, even fewer devils ever enter into the arenas of true power in Hell, the Courts of Perdition, where Lawful Evil is at its mightiest in the Cosmos.

The nobility and royalty of Hell is deceptively involved within the hazy area below the Courtiers of Perdition. While the description of rank among the Dukes of Hell, arch-devils, and Lords of the Nine was clearly described in Chapter One, there are plenty of lower ranked nobles that serve in various capacities across Perdition. For the most part, these lower ranked nobles will be powerful greater devils (usually pit fiends), powerful Lawful Evil monsters (beholders, blue or green dragons, illithids, or undead), or unique petitioners that continue their service in the afterlife.

Scholars have determined that there are nine infernal noble rankings (which would include the Courtiers of Perdition), nine knightly orders, and nine military designations (described in Chapter Six). It is not unusual for some devils to have earned titles from two or even three of these different ranking systems. However, the true power lies within the upper echelons of the nobility and royalty (the Courtiers of Perdition); below that, authority

is not as clear although some generalities can be assumed as described below.

Orders of Infernal Knighthood

Common devils that distinguished themselves in service to Hell are sometimes rewarded. Most such devils are pit fiends, although there are known to be a few gelugons, barregons, and cornugons so recognized. There are nine orders; one for each circle (save Stygia) and one for the Blood Warriors. This award is a new addition and replaces the Order of the Crystal Depths, whose members, loyal to Geryon, were slain when Leviathan returned to rulership of Stygia. To date, the Prince has seen no reason to institute a new Order. If he does, it is unclear how the perfect numerology represented below will be affected.

The Orders of Infernal Knighthood serve in the lower realms of Hell's nobility. Such Knights are not part of the Courtiers of Perdition, but they wield considerable authority in the appropriate circles. Although the Orders have traditionally honored devils, there are a fair number of petitioners that have been recognized for their actions in life that promoted Lawful Evil. One may also find a few Lawful Evil monsters as well.

Order of the Bleeding Blade – prestigious service in the *Blood War*. Awarded by the Dark Ministry. There are various lesser orders as well.

Order of the Bronze Sword – prestigious service to Avernus. Awarded by Bael.

Order of the Iron Shield – prestigious service to Dis. Awarded by Dispater.

Order of the Golden Idol – prestigious service to Minauros. Awarded by Mammon.

Order of Fiery Ecstasy – prestigious service to Phlegethos. Awarded by Belial/Fierana.

Order of Black Lightning – prestigious service to Malbolge. Awarded by Lilith.

Order of Perfection – prestigious service to Maladomini. Awarded by Beelzebub.

Order of the Glacial Heart – prestigious service to Cania. Awarded by Mephistopheles.

Order of the Nine Circles – Highest honor in all Hell short of promotion to the Courtiers of Perdition. Awarded only by The Overlord of Hell.

Infernal Royalty and Nobility

Nobles of Hell rank above the Knights of Hell, although in many cases, lower ranking nobles are Knights as well. The four lower ranks wield no little power in certain circles. The vast majority of these nobles are pit fiends, although there are a few unique devils that are not quite Dukes of Hell among these ranks as well as Lawful Evil monsters. The upper four ranks are considered the Courtiers of Perdition. These are the true Powers of Hell. Finally, at the top is The Overlord himself, who shares the designation as king and royal with no one.

Lesser Nobles

Baronet – The least of the nobility and often a recently recognized knight. A baronet must have at least 20 HD. Although the vast majority are pit fiends, there are smatterings of gelugons, barregons, cornugons, minions of Hell, and powerful monsters in this rank.

Baron – Barons often administer minor affairs within a Perdition and are better established than baronets, although they cannot technically command them. A baron

must have at least 22 HD. While there are a few gelugons and barregons in this rank, there are no cornugons.

Count – Counts typically maintain important cities within a layer not tied to the *Blood War* (unlike a governor of Hell) or else administer tasks of medium import. Among devils, only pit fiends are found in such stations. There are some minions of Hell and a few fallen angels and monsters. A count has at least 25 HD.

Marquis – The marquis is just one step below the cusp of true power in Hell. Often a powerful member in a Duke's court or perhaps even serving directly under a Lord of Perdition, a marquis both glories in and chafes under the scrutiny of its superiors and the threats of its subordinates. A marquis has at least 27 HD.

Courtiers of Perdition

Duke of Hell – The Dukes of Hell serve directly under a Lord of the Nine. There are 81 Dukes of Hell.

Grand Dukes of Hell – Most arch-devils that are part of Hell's Hierarchy are considered Grand Dukes. While many are nominally independent of any one Perdition and answer directly to The Overlord, they still rank below a Lord of the Nine in overall power while being considered equivalent to the Heirs of Hell.

Heirs of Hell – The Prince and Princess of Hell, Lixer and Glasya. Only Asmodeus has the right to declare who are the Heirs of Hell. The Heirs of Hell wield considerable power and authority, partially related to their blood-ties to The Overlord and partly because they have earned it. Like Grand Dukes, they answer directly to The Overlord; however, the Heirs possess slightly greater political authority than the Grand Dukes.

Lord-Regents – Technically known as Arch-Dukes, not all Lord-Regents use the sobriquet. Leviathan, for example, refers to himself (and is often referred to as) Prince, and Lilith has been known to use Countess or even Queen. Across the Realities, the Lord-Regents are best known as the Lords of the Nine or the Lords of Perdition.

Royalty

The Overlord – Asmodeus is referred to as The Overlord, although "king" is also technically correct. There is no greater power in Hell, cosmic, divine, or otherwise, than The Overlord.

Appendix B: Infernal Insanity

Dicefreaks takes the position that the Realms Beyond, or outer planes, embody realities that the mortal world has no business having direct interaction with... At least not until after death. In *The Gates of Hell*, spiritual wounds and the deadly impact on the mind when using Forbidden Magic, particularly spells to summon Powers of Hell, reflect Dicefreaks' stance. Devils of all types, like most outsiders, aberrations, elementals, and undead, are beings that are so pure in their "otherness" that to confront them can shatter most mortal minds and souls. For those that wish to have this aspect of the Realities Beyond exemplified in their games, further revealing the threat that Hell and the other Depths Below represent, the use of Sanity rules is heartily recommended.

The variant Sanity rule is presented in full detail on pages 194 through 210 of *Unearthed Arcana*. Dicefreaks advocates the active use of all Sanity rules save the variants on Casting Spells and Learning Spells as described on page 196. Sanity rules offer a greater degree of terror and darkness when used properly in more sophisticated games. Before making use of these rules for *The Gates of Hell*, it is imperative that readers review the material in *Unearthed Arcana* for applicability to a given campaign.

Although insanity is typically perceived as the dominion of Chaos, both Law and Neutrality can provide the proper stimulation to send a mind reeling into madness. In the D&D game, and in Dicefreaks, insanity is not always the result of natural ailments; in many cases, insanity is the result of malevolent intent on the part of another being or else the victim becoming too deeply immersed in the darkness or Chaos that exists just beyond the fabric of the mortal coil. Those who have seen too much of the evil may find their souls may be irrevocably soiled. Experiencing the inconceivable mercilessness, unbridled hatred, and overwhelming tyranny of Hell is a kind of darkness no mortal should ever be exposed to in any form. Whether it is the slithering, pitiful form of a lemur or the terrible, awe-inspiring appearance of a pit fiend, the reality of Hell is too much for any but true spirits or those who have long since abandoned the traditional tenants of mortality to withstand. However, unlike the presence of Chaotic Evil or Chaotic Neutral, the mortal soul does not recoil in fear or unravel. In Hell, the reverse occurs; those that witness Hell too frequently become shackled to the hatred, tyranny, and oppression of the Nine-Fold Realm. Their souls abdicate their independence and their minds move ever closer to Hell's Ideal.

Encounters with Hell will result in varying degrees of insane reaction. Depending on the nature of a campaign setting, Hell may be very involved with a given world, sending emissaries on a routine basis. In other situations, the reverse may hold sway in which the gods and their servants actively seek to keep Hell at bay. In either event, Hell should be perceived as so otherworldly that humanoids cannot ignore the appearance of even a lemur without some manner of adverse impact. It will ultimately depend upon the DM to determine how and when Sanity checks should be instituted.

The Powers of Hell and the Mortal Soul

When certain denizens of Hell are encountered, it is likely that most humanoid mortals may eventually develop a kind of resistance to some. The following list divides devils into the three common varieties and then into the Courtiers of Perdition.

Common Devils: These devils are the most likely to threaten the mortal coil on a regular, personal basis. How adversely the appearance of such creatures is depends on their place in Hell's Hierarchy. The greater the status, the greater the impact. While some mortals may eventually overcome the appearance of a barbaz, only those that have exceeded the traditional limitations of mortal existence can hope to withstand the presence of the likes of a pit fiend.

There are a number of suggestions in using Sanity rules when encountering common devils. One is to base Sanity checks upon the devil's CR. If an individual devil's CR exceeds the character levels of four PCs, the encounter warrants the use of Sanity rules. For example, if a cornugon, a CR 16 devil, encounters four 16th level characters, the characters will be able to withstand the overwhelming oppression the devil represents; however, if one 16th level PC encounters the same cornugon by herself, she will be forced to check her Sanity. Since the CR is the determining factor for Sanity checks, it is not necessary to increase Sanity damage for higher HD devils; i.e. a CR 20 and CR 25 pit fiend warp the minds of mortals to the same degree, although the latter pit fiend will have a broader range since its CR is higher. Another recommendation is to not require Sanity checks for any *summoned* lesser or least devil (greater devils should always constitute Sanity checks). Finally, use common sense. If 13th level characters have encountered cornugons six or so times within a short period, perhaps they have managed to overcome the soul-shattering presence of these beings for a certain time frame, say 1d6 days.

- Least Devils: imp 0/1d4, lemur 1/1d4, spinagon 1/1d4
- Lesser Devils: barbaz 1/1d6, erinyes 1/1d6*, hamatula 1/1d6, hell cat 1/1d8, kocrachon 1/1d8, kyton 1/1d10, malebranche 1/1d10, narzugon 1/1d10, osyluths 1/1d8, squamugon 1/1d6
- Greater Devils: barregon 1d2/1d12, cornugon 1d2/1d10, gelugon 1d3/2d6, pit fiend 1d4/2d8

**Erinyes can select not to allow their presence to warp the souls of mortals in their natural forms as a free action. This helps facilitate their temptation powers.*

Unique Devils: For the likes of malefircareim, half-fiends, and petitioners, the impact on the mortal mind may or may not be severe. Malefircareim, essentially quasi-gods, will always adversely affect mortals while most half-fiends will not.

- Malefircareim deal 2d4/2d10 in Sanity damage.
- Half-fiends generally do not deal Sanity damage unless they are encountered under special circumstances that highlight their otherworldly natures. A group of PCs encountering a half-fiend brutally beating another person into submission with its claws or a whip may well constitute a Sanity check as the half-fiend reveals its overwhelming need to oppress. Sanity damage in such cases should be based upon the

half-fiend's HD. Those between 1st and 6th levels deal 1/1d4; those between 7th and 14th deal 1/1d6; those with 15 and higher levels deal 1d2/1d10. Marquis half-fiends should deal an additional die of Sanity damage (1d4 to 1d6 and so on). For all points and purposes, honored petitioners should be treated as marquis half-fiends.

Courtiers of Perdition: The Courtiers of Perdition should always require Sanity damage when first encountered in their true forms regardless of how often PCs have encountered other Courtiers (for summons, this would be in addition to whatever damage invocants suffered). Thereafter, Sanity threats should be circumstantial and usually based upon further revelation of how terrible these creatures are. Like common devils, they deal damage based upon their CR; however, each Court-

ier should inflict an additional 1d4 in Sanity damage whenever they attack PCs or PCs' loved ones/allies.

- Dukes of Hell: 1d8/2d10
- Arch-devils: 1d10/2d12
- Lords of the Nine: 3d6/d% (always a minimum of 9)

Madness and Hell

Those that go insane after too many encounters with Hell tend to suffer very specific ailments. Encountering a Duke of Dis is likely to always result in the same kind of madness that may well be different from that caused by a Duke of Nessus. The following lists are variants to the Short-Term Temporary Insanity Effects, Long Term Temporary Insanity Effects, and Indefinite Insanity.

Table B – 1: Short-Term Temporary Insanity Effects

D%	Effect and Associated Perdition if applicable*
01 – 20	Character shows physical hysterics or emotional outburst. Any Perdition
21 – 30	Character has a screaming fit. Any Perdition
31 – 40	Character becomes homicidal, dealing harm to the nearest person as efficiently as possible. Avernus.
41 – 50	Character faints (can be awakened by vigorous action taking 1 round; thereafter, character is shaken until duration expires). Dis.
51 – 55	Character flees in panic. Minauros
56 – 60	Character gripped by echolalia (doing whatever those nearby say or do). Phlegethos
61 – 65	Character gripped with desire to consume anything belonging to another. Stygia.
66 – 70	Character falls into a stupor (assumes fetal position, oblivious to events around him). Malbolge.
71 – 75	Character has delusions of grandeur. Maladomini.
76 – 80	Character babbles in incoherent rapid speech or in logorrhea (a torrent of coherent speech). Cania.
81 – 90	Character becomes catatonic (can stand but has no will or interest; may be led or forced to simple actions but takes no independent action). Nessus.
91 – 100	Roll on Table D – 2: Long-Term Temporary Insanity Effects.

*The associated Perdition applies when the denizen of Hell's point of origin or master is known. Thus, while an encounter with a Duke of Dis will result in fainting, the presence of an unassociated pit fiend may result in any of these effects.

Table B – 2: Long-Term Temporary Insanity Effects

D%	Effect and Associated Perdition if applicable
1 – 20	Character performs compulsive rituals (washing hands constantly, walking in a particular rhythm, never stepping on cracks, constantly checking to see if crossbow is loaded, and so on). Any Perdition.
21 – 30	Character has uncontrollable tics or tremors (-4 penalty on all attack rolls, checks, and saves, except those purely mental in nature). Avernus.
31 – 39	Character becomes paranoid. Dis.
40 – 49	Character develops an attachment to a “lucky charm” (embraces object or type of object as a safety blanket) and cannot function without it. Minauros.
50 – 59	Character has aberrant sexual desires (typically exhibitionism, nymphomania, or sadomasochism). Phlegethos.
60 – 69	Character has amnesia (memories of intimates usually lost first, Knowledge skills useless). Stygia.
70 – 79	Character develops psychosomatic blindness, deafness, or the loss of the use of a limb or limbs. Malbolge.
80 – 89	Character has delusions of grandeur. Maladomini.
90 – 99	Character loses ability to communicate via speech or writing (and cannot cast spells requiring verbal components). Cania.
100	Character becomes catatonic (can stand but has no will or interest; may be led or forced to simple actions but takes no independent action). Nessus.

Table B – 3: Indefinite Insanity

D%	Mental Disorder Type and Associated Perdition if applicable
1 – 20	Other (megalomania, impulse control)
21 – 30	Schizophrenic (psychotic). Avernus.
31 – 39	Anxiety (includes severe phobias). Dis.
40 – 49	Eating. Minauros.
50 – 59	Psychosexual. Phlegethos.
60 – 69	Dissociative (amnesia). Stygia.
70 – 79	Somatoform (night terrors). Malbolge.
80 – 89	Schizophrenic (delusions). Maladomini.
90 – 99	Mood (manic/depressive). Cania.
100	Personality (compulsive, histrionic, narcissistic). Nessus

Appendix C: Dicefreaks Deity Rules

Since its original publication in 2002, third edition *Deities and Demigods* by Wizards of the Coast has been a controversial text. A great deal of discussion revolved around the fact that this book preceded the *Epic Level Handbook* by about three months. It was revealed that although there was some degree of intertextual relationship between the two books, divine and epic mechanics did not truly meld together well.

Although gods as presented in *Deities and Demigods* were extremely powerful, not a single one progressed beyond 20th level in any one class, had access to epic feats, or could cast epic spells. Elements as mundane as damage reduction and spell resistance for gods were sorely out of balance with the same elements held by the higher tier epic monsters.

On the other hand, there were some glaring balance issues within *Deities and Demigods*. Some salient divine abilities, like *Alter Reality* and *Annihilating Strike*, were too powerful given the manner in which the rules were presented. An example often raised was why Corellon Larethian had not destroyed Gruumsh during their fateful battle that resulted in the orc god losing his eye; Corellon, with his *Annihilating Strike*, probably should have destroyed Gruumsh at some point during their conflict. Some of the salient divine abilities were so incredible as to completely eliminate any opportunity for mortal interaction with the gods. A god with *Divine Splendor* could instantly destroy any being with no divine ranks, no saving throw. Furthermore, it was a bit odd to see that Boccob, a god of magic, could swing a staff as well as a 60th level fighter and that Kord, a god of martial strength, could cast spells much like a 60th level wizard.

In creating cosmic entities, *Dicefreaks* came to realize that the gods needed to be overhauled. Even without cosmic entities in a campaign, the gods as written in *Deities and Demigods* do not take advantage of epic mechanics to their fullest and are not in balance with each other.

After hours spent collaborating and writing, *Dicefreaks* came up with some variant deity rules compatible not only with *Deities and Demigods*, but also with our rules for cosmic entities. These rules meld a lot of mechanical issues between divine and epic rules, as well as insert some changes for how gods are designed. Gone are base outsider hit dice and in are straight class progressions. Gone are no saves for salient divine abilities and sweeping magical abilities, in are revised *Annihilating Strikes* and *Alter Reality*.

We hope that these adjustments fit into your game seamlessly. We have found that these adjustments do nothing to diminish the gods and only enhance their individuality and the ability for epic level characters to interact with them.

Assigning Hit Dice

The original deities presented within *Deities and Demigods* assumed that almost all deities possessed 20 outsider Hit Dice, with class levels added to make total Hit Dice of about 60. Such an approach was problematic in many ways. For example, magic-oriented gods had excellent martial skills, almost on par with the martial gods. To prevent this blanket approach to building a god, deities should generally not be created with any outsider

Hit Dice. Instead, follow the guidelines laid out below.

Before assigning Hit Dice to a deity, determine the race that will be used as the base creature. Most deities that aren't part of a racial pantheon are built as humans. If the base creature is of a type that normally possesses racial Hit Dice, round the normal total up to the nearest five, and then you may begin adding class levels. Otherwise, the deity should be built entirely from class levels.

When converting a previously published deity, her total Hit Dice should remain the same unless they conflict with the range listed on Table C-1. Newly created deities should almost always follow these guidelines. The primary exception is a deity that has lost divine ranks in the past. In this case, she will generally not drop in Hit Dice, and so her total HD may be higher than the norm for her new tier.

Table C-1—Deity Hit Dice Guidelines

Divine Rank	True Deities	Ascended Deities
1-5	45-50 levels	40-45 levels
6-10	50-55 levels	45-50 levels
11-15	55-60 levels	50-55 levels
16-20	60-65 levels	55-60 levels
18-20 (supreme)	65-70 levels	60-65 levels

Ability Score Generation

Dicefreaks advocates two methods for generating the ability scores of deities, presented below. Remember that deities are different from cosmic entities and do not generate ability scores in the same way.

Dice-Roll: Roll 6d6 six times, discarding the lowest die each time. Arrange as desired, adding a +5 Inherent bonus to each ability score, and 1 point per four class levels as desired. Apply racial modifiers (if any), and then distribute the divine bonus listed on the table as desired.

Point-Buy: All abilities start at 0. Take the number of points indicated on the table, and allocate them as desired, increasing ability scores on a 1-for-1 basis. Then add 1 point per four class levels as desired, and apply racial modifiers (if any).

Table C-2—Deity Ability Score Generation

Divine Rank	Dice Roll	Point-Buy
1-5	+30	160 + DvR
6-10	+45	180 + DvR
11-15	+60	200 + DvR
16-20	+75	22 + DvR

Note: If either method produces scores that are too high or too low to properly represent the deity, increasing or reducing some ability scores may be required. Compare the ability scores to those of existing deities.

When converting a previously published deity, the total ability scores can usually be left roughly the same, but may be redistributed to better match the deity's na-

ture (i.e. more Intelligence and less Strength for a wizard god).

Ability Score Limits

In the Dicefreaks Cosmology, strict limits are imposed on the maximum possible ability scores for mortals and immortals alike. Base physical ability scores are capped at 70 points (and typically should be no higher than 55) for a Medium creature. Creatures of other sizes apply their size modifiers normally (so a Large deity may have more than 70 Strength). Base mental ability scores are capped at 60 points (and typically should be no higher than 40) regardless of size.

In practice, few if any deities will reach these caps—even greater deities tend to fall a few points short. A creature possessing a maximum ability score should be a perfect representation of that ability and at the height of her power. While Kord, a god of strength, does represent strength very well, he is an intermediate deity, and so his Strength score must leave room for a greater deity of strength to surpass him. Even Boccob, one of the Cosmos' ultimate scholars, need not quite hit the Intelligence ceiling—a theoretical higher-ranked deity of a similar portfolio might surpass him.

Divine Ranks

Each deity has a divine rank. A deity's divine rank determines how much divine power the entity has.

Rank 0: Creatures of this rank are sometimes called quasi-deities or hero deities. Creatures that have a mortal and a deity as parents also fall into this category. These entities cannot grant spells, but are immortal and usually have one or more ability scores that are far above the norm for their species. They may have some worshipers. Ordinary mortals do not have a divine rank of 0. They lack a divine rank altogether.

Rank 1–5: These entities, called demigods, are the weakest of the deities. A demigod can grant spells and perform a few deeds that are beyond mortal limits. A demigod has anywhere from a few hundred to a few thousand devoted mortal worshipers and may receive veneration or respect from many more. A demigod controls a small godly realm (usually on an Outer Plane) and has minor control over a portfolio that includes one or more aspects of mortal existence. A demigod might be very accomplished in a single skill or a group of related skills, gain combat advantages in special circumstances, or be able to bring about minor changes in reality itself related to the portfolio.

Rank 6–10: Called lesser deities, these entities grant spells and can perform more powerful deeds than demigods can. Lesser deities have anywhere from a few thousand to tens of thousands of worshipers and control larger godly realms than demigods. They also have keener senses where their portfolios are concerned.

Rank 11–15: These entities are called intermediate deities. They have hundreds of thousands of mortal worshipers and control larger godly realms than demigods or lesser deities.

Rank 16–20: Called greater deities, these entities may have millions of mortal worshipers, and they command respect even among other deities. The most powerful of greater deities rule over other deities just as mortal sovereigns rule over commoners.

Rank 21+: These entities are beyond the ken of mor-

tals and care nothing for worshipers. They do not grant spells, do not answer prayers, and do not respond to queries. If they are known at all, it is to a handful of scholars on the Mortal Coil, and the most powerful entities of the planes. They are called overpowers. For most intents and purposes, overpowers are effectively omnipotent. In some pantheistic systems, the consent of an overpower is required to become a deity.

Divine Characteristics

Most deities are creatures of the outsider type, save for ascended undead creatures (which remain undead). A chaotic, evil, good, or lawful deity will possess all the appropriate alignment subtypes. A deity will also possess any subtypes of the base creature, and when encountered on the Mortal Coil most deities will possess the extraplanar subtype as well (unless that is where the deity's divine realm is located). Unlike other outsiders, deities do not automatically receive darkvision. Exact physical characteristics vary from deity to deity. A deity's outsider type, racial HD, and class or classes determine her weapon proficiencies, feats, and skills. She uses the epic attack and saving throw progressions as appropriate. A deity also has some or all of the following additional qualities, depending on her divine rank.

Hit Points: A deity always has maximum hit points.

Speed: Deities can move much more quickly than mortals. A deity's base land speed depends on her current form (biped or quadruped) and size, as shown below. Some deities are exceptions, with speeds faster or slower than the norm.

Table C-3—Deity Speeds

Size	Biped*	Quadruped**
Fine	20 ft.	60 ft.
Diminutive	30 ft.	70 ft.
Tiny	40 ft.	80 ft.
Small	50 ft.	90 ft.
Medium	60 ft.	100 ft.
Large	80 ft.	120 ft.
Huge	100 ft.	140 ft.
Gargantuan	120 ft.	160 ft.
Colossal	140 ft.	180 ft.

*Or any form with two or fewer legs.

**Or any form with three or more legs.

Note: Use the Biped column for burrow and swim speeds for all deities regardless of form. Use half the value in the Biped column for climb speeds for all deities. Use twice the value in the Quadruped column for fly speeds for all deities capable of flying.

Armor Class: A field of divine energy encompasses a deity's body, granting her a divine Armor Class bonus equal to her divine rank. This bonus stacks with all other Armor Class bonuses and is effective against touch attacks and incorporeal touch attacks.

A deity also receives a Natural Armor bonus to armor class equal to 15 + her divine rank, and a deflection bonus to AC equal to her Charisma bonus (if any).

Many deities have other Armor Class bonuses as noted in their individual descriptions.

Attacks: A deity's Hit Dice and type and character level determine her base attack bonus. In addition to the figures for weapon attacks, this section of the statistics block also includes melee touch attack and ranged touch attack bonuses, to be used when the deity casts a spell or uses a spell-like ability that requires a touch attack to affect her target. A deity gets her divine rank as a divine bonus on all attack rolls.

Bypassing Damage Reduction: As outsiders with alignment subtypes, the natural attacks of deities, as well as any weapons they wield, are considered aligned the same as the deity for the purposes of bypassing damage reduction. They are also considered to be epic weapons.

Special Abilities: A deity retains all the special abilities of the base creature and also gains the following special abilities.

Alter Reality (Su): Deities exert a considerable measure of control over reality itself, and their presences can command the very essence of the world around them. This warping of reality manifests in a number of ways.

Demigods and lesser deities can use *limited wish* with regard to their portfolios, and deities of higher rank can use *wish* likewise. This ability costs the deity no XP, and requires a standard action to implement. In effect, a deity can duplicate practically any spell effect, so long as the effect fits within the deity's sphere of influence. Whether the deity has access to *wish* or *limited wish* as part of alter reality, a strict interpretation of what is and what is not related to its portfolio is necessary to maintain balance. Permissible uses of this ability should be listed in each deity's description. Note that in a situation where two deities both try to alter reality in opposition to each other, an opposed rank check may be necessary to determine the resulting reality. Similarly, where Alter Reality is used to change ongoing cosmic effects put in place by cosmic entities, an opposed rank check is required to determine whether the effect is overcome or not.

Deities of at rank 6 or higher may also *cure* or *inflict wounds*. Good deities can use alter reality to cast any *cure* spell at will as a standard action while evil deities can cast any *inflict* spell; neutral deities select which version they prefer and cannot change it once selected. A deity can apply metamagic feats to the spells if desired, but doing so requires her to forego using alter reality for 1 round for each level the feat would normally add to the equivalent spell.

As a swift action, demigods can assume any size from Tiny to Huge. A demigod also can change the size of up to 100 pounds of objects she touches. If the deity has a familiar, personal mount, or personal intelligent weapon, the creature can change size with the deity if the deity touches it, but its weight counts against the deity's weight limit. Lesser deities can increase their size up to Gargantuan, and deities of higher rank can assume any size from Fine to Colossal. This ability allows a deity to assume any proportions from the size of a grain of sand up to as much as 1,600 feet tall. A radical change in size can have great impact on the deity's combat ability. The deity's Strength, Armor Class, attack bonus, and damage dealt with weapons changes according to the size the deity assumes. The deity's Strength score can never be

reduced to less than 1 through this ability. Also note that use of this divine ability does not affect all the deities' characteristics. Demigods and lesser deities can select the Alter Size salient divine ability (see Salient Divine Abilities, below), to remove some of the restrictions placed upon them.

Domains: Demigods receive three domains, lesser deities receive four, intermediate five, and greater six. A deity of any rank may take the Extra Domain salient divine ability (see Salient Divine Abilities, below). A deity with fewer domains than his rank would entitle him to may make up the difference with bonus salient divine abilities.

Domain Powers: A deity of rank 1 or higher can use any domain power she can grant a number of times per day equal to her divine rank (if the power normally can be used more often than that, the deity gets the greater number of uses). If a domain power is based on cleric level (or one-half cleric level), a deity with no cleric levels has an effective cleric level equal to her divine rank for this purpose.

Familiar: A deity of rank 1 or higher with sorcerer or wizard levels has the ability to treat any creature of a given kind as her familiar, as long as that creature is within a distance of one mile per divine rank of the deity. This special familiar ability only applies to one creature at a time, but the deity can switch between one creature and another as an immediate action, as long as the second creature is within range. This special familiar ability does not replace her ability to have a normal familiar, which could be any kind of eligible creature.

Salient Divine Abilities: Every deity of rank 1 or higher has at least one additional power, called a salient divine ability, per divine rank (see Salient Divine Abilities, below).

Spontaneous Casting: A deity of rank 1 or higher who has levels in a divine spellcasting class can spontaneously cast any spell she can grant, just as a cleric can spontaneously cast cure or inflict spells. This ability does not fully extend to epic spells; a deity must research or otherwise learn an epic spell normally before she can spontaneously cast it.

Spell-Like Abilities: A deity can use any domain spell she can grant as a spell-like ability at will. Her effective caster level for such abilities is equal to her HD + her divine rank. The saving throw DC for such abilities is 20 + the spell's level + her Charisma modifier + her divine rank.

Travel: A deity of rank 1 or higher can use greater teleport as a spell-like ability at will, as the spell cast by a 20th-level character, except that she can transport only herself and up to 100 pounds of objects per divine rank. A deity of rank 6 or higher also can use greater plane-shift as a spell-like ability at will, as the spell cast by a 20th-level character, except that she can only transport herself and up to 100 pounds of objects. If the deity has a familiar, personal mount, or personal intelligent weapon, the creature can accompany her in any mode of travel if she touches it. The creature's weight counts against the total weight limit.

Special Qualities: A deity retains the base creature's special qualities, and gains the following:

Damage Reduction: A deity has damage reduction as shown below.

Table C-4—Deity Damage Reduction

Divine Rank	Damage Reduction
0	20/epic
1-5	25/epic and material*
6-10	30/epic and material*
11-15	35/epic and material*
16-20	40/epic and material*

*Select a standard material such as adamantite, mithral, cold iron, steel, wood or silver.

If the deity also has damage reduction from another source, it does not stack with her divine damage reduction. Instead, she gets the benefit of the best damage reduction in a given situation. Whenever a deity has a second kind of damage reduction that might apply to an attack, that damage reduction is listed in parentheses after the damage reduction entry in the deity's statistics block.

See Salient Divine Abilities (below) for additional ways to complement a deity's damage reduction. Damage reduction cannot be ignored by means of a successful opposed rank check.

Divine Aura (Ex): The mere presence of a deity of rank 1 or higher can deeply affect mortals and beings of lower divine rank. A divine aura is an emanation that extends around the deity in a radius whose size is a function of her rank. She chooses the size of the radius and can change it as a swift action. If the deity chooses a radius of 0 feet, her aura power effectively becomes non-functional. When two or more deities' auras cover the same area, only the aura that belongs to the deity with the highest rank functions. If divine ranks are equal, the auras coexist. A deity's divine aura can extend as far as described on the table below.

The deity can make her own worshipers, beings of her alignment, or both types of individuals immune to the effect as a free action. The immunity lasts one day or until she dismisses it. Once affected by an aura power, creatures remain affected as long as they remain within the aura's radius. The deity can choose from the following effects each round as a free action.

Daze: Affected beings just stare at the deity in fascination. They can defend themselves normally but can take no actions.

Fright: Affected beings become shaken and suffer a –2 morale penalty on attack rolls, saves, and checks. The merest glance or gesture from the deity makes them frightened, and they flee as quickly as they can, although they can choose the path of their flight.

Resolve: The deity's allies receive a +4 morale bonus on attack rolls, saves, and checks, while her foes receive a –4 morale penalty on attack rolls, saves, and checks.

All divine aura effects are mind-affecting abilities. Mortals and other deities of lower rank can resist the aura's effects with successful Will saves; the DC is 10 + the deity's rank + the deity's Charisma modifier. Deities are immune to the auras of others of equal or lower rank. Any being that makes a successful saving throw against a deity's aura becomes immune to that aura power for one day.

Table C-5—Divine Aura Size by Divine Rank

Divine Rank	Divine Aura Size
1-5	10 ft./rank
6-10	100 ft./rank
11-15	1,000 ft./rank
16-20	1 mile/rank

Immortality: All deities (even those of rank 0) are naturally immortal and cannot die from natural causes. A deity does not age, and she does not need to eat, sleep, or breathe. Deities of rank 1 or higher are not subject to death from massive damage. The only way for a deity to die is through special circumstances, usually by being slain in magical or physical combat. She risks permanent destruction if slain on her home plane and if the attacker succeeds in a rank check. Otherwise, the deity reforms within her divine realm after one year per hit die. See The Gates of Hell: Chapter 4 for more information.

Immunities: A deity is immune to polymorphing, petrification, or any other attack that alters her form. Any shape-altering powers she might have function normally on herself. She is not subject to energy drain, ability drain, or ability damage, and is immune to mind-affecting effects (charms, compulsions, phantasms, patterns, and morale effects).

Deities of rank 1 or higher are immune to any two elements (acid, cold, electricity, fire, or sonic), regardless of the attacker. Some deities have additional energy immunities. They are also immune to disease, poison, stunning, sleep, paralysis, death effects, and disintegration. In addition to these, deities of rank 6 or higher are immune to effects that imprison or banish them. Such effects include banishment, binding, dimensional anchor, dismissal, imprisonment, repulsion, soul bind, temporal stasis, trap the soul, and turning and rebuking.

Unless otherwise indicated, these immunities are ignored on a successful opposed rank check (remember that a check must be made for each attempt to breach an immunity).

Resistances: A deity has a resistance of 20 + her divine rank to one energy type (acid, cold, electricity, fire, or sonic) regardless of the attacker. Individual deities may have additional resistances.

Spell Resistance: A deity has spell resistance equal to 32 + 1/2 HD + her divine rank.

Saving Throws: A deity's Hit Dice and character levels determine her base saving throw bonuses. She gains a bonus equal to her divine rank as a divine bonus on all saving throws.

Checks: A deity gains a divine bonus equal to her divine rank on all skill checks, ability checks, caster level checks, and turning checks.

When making a rank check against another deity or a cosmic entity, a deity (or cosmic entity) adds her divine rank as well as a +4 strata bonus for every divine strata which she is higher than her opponent. The different strata are quasideity, demigod, lesser deity, intermediate deity, greater deity, and overdeity.

For example, if a rank 9 lesser deity and a rank 12 intermediate deity were to make opposed rank checks, the lesser deity would roll 1d20+9 (base 9) and the intermediate deity would roll 1d20+16 (base 12 + 4 strata bonus). If a rank 18 greater deity were to make a check

against a rank 5 demigod, the greater deity would roll 1d20+30 (base 18 + 12 strata bonus) and the demigod would roll 1d20+5 (base 5).

Intermediate and greater deities do not maximize rank check rolls.

Challenge Rating: A deity's challenge rating is equal to that of the base creature plus the appropriate modifier from the list below. The base creature will generally have +1 CR for every class level until 20th level, and +1 CR for every two class levels thereafter.

Add the various fractions together before rounding them up. Note that this number may be adjusted slightly up or down based on the deity's selection of Salient Divine Abilities.

Table C-6—Increase to Challenge Rating by Divine Rank

Divine Rank	Challenge Rating Increase
0	+3
1-5	4 + 1/4 DvR + 1/6 SDAs
6-10	4 + 1/4 DvR + 1/3 SDAs
11-15	4 + 1/4 DvR + 1/2 SDAs
16-20	4 + 1/4 DvR + 2/3 SDAs

Possessions: Deities do not lack for powerful magic items. Indeed, it is common for a deity to have a sturdy weapon at her side, and many are protected by powerful armor.

A deity's weapon is limited in total bonus to +6 + her divine rank, and may have an enhancement bonus no higher than +10. A deity's armor and shield follow these same rules, though there are fewer enchantments available to armor than to weapons.

A deity with two signature weapons, such as one who fights with an axe and hammer at the same time, have a maximum total bonus of +5 + divine rank for each weapon.

A deity's secondary weapons are limited to one half of the maximum enchantment. Demigods may have 1 secondary weapon, lesser deities 2, intermediate deities 3, and greater deities 5.

A deity may eliminate 1 piece of her entitled equipment (such as a shield) and add +1 to the maximum bonus of a piece of her equipment that she still possesses. Secondary weapons are not considered entitled equipment for this purpose.

Other Divine Powers

Deities of rank 1 or higher do not automatically fail on a natural attack roll or saving throw roll of 1. Lesser and more powerful deities (rank 6–20) may take 10 on any check, provided they need to make a check at all. Greater deities (rank 16–20) may take 10 on any d20 rolls they make.

Automatic Actions: When acting within her portfolio, a deity can perform any action as an immediate action, as long as the check DC is equal to or less than the number on the table below. The number of swift actions a deity can perform each round is also determined by her divine rank. She is, however, still limited to one swift

action spell per round (unless one of her abilities states otherwise).

Table C-7—Deity Swift Actions

Divine Rank	Maximum DC for Action	Swift Actions Per Round
1-5	15	2
6-10	20	5
11-15	25	10
16-20	30	20

Communication: A deity of rank 1 or higher can understand, speak, and read any language, including nonverbal languages. She can speak directly to any beings within one mile of herself per divine rank.

Remote Communication: As a standard action, the deity can send a communication to a remote location. She can speak to any of her own worshipers, and to anyone within one mile per rank away from a site dedicated to her, or within one mile per rank away from a statue or other likeness of her. The creature being contacted can receive a telepathic message that only it can hear. Alternatively, the deity's voice can seem to issue from the air, the ground, or from some object of her choosing (but not an object or locale dedicated to another deity of equal or higher rank). In the latter case, anyone within earshot of the sound can hear it. The deity can send a manifestation or omen instead of a spoken or telepathic message. The exact nature of this communication varies with the deity, but it usually is some visible phenomenon. A deity's communication power can cross planes and penetrate any barrier. Once communication is initiated, the deity can continue communicating as a free action until she decides to end the communication. A deity can carry on as many remote communications at one time as she can remotely sense (see Remote Sensing, below).

Create Items: A deity of rank 1 or higher can create magic items related to her portfolio without any requisite item creation feat, provided that she possesses all other prerequisites for the item. The maximum item value a deity can create is a function of her divine rank (see the table below). The item's cost and creation time remain unchanged, but the deity is free to undertake any activity when not laboring on the item.

Table C-8—Maximum Market Price for "Create Items" By Divine Rank

Divine Rank	Maximum Market Price
1-5	4,500gp
6-10	30,000gp
11-15	200,000gp (any non-epic item)
16-20	No maximum (including artifacts)

If a deity has the item creation feat pertaining to the item she wishes to create, the cost (in gold and XP) and creation times are halved. If she has the Craft Artifact salient divine ability, all item creation costs are halved.

While no limits are provided for the items a greater deity can create, a DM may wish to impose some limits to retain game balance (such as a magic sword being

limited to a +10 attack/damage enhancement, or a headband of epic intellect being limited to a +12 enhancement bonus).

As a standard action, a deity of rank 6 or higher may also create nonmagical objects. She can create a temporary, nonmagical equivalent of any object of which she can craft a magical version (see above). Such objects last for one day per divine rank.

Grant Spells: A deity automatically grants spells and domain powers to mortal divine spellcasters who pray to her. All deities can grant spells from the cleric spell list, unless they possess an alignment descriptor opposed to the deity's own alignment. Demigods can grant spells from three domains, lesser deities from four, intermediate deities from five, and greater deities from six. A deity can gain the Extra Domain salient divine ability (see Salient Divine Abilities, below) to increase this number.

Some deities can grant additional spells based on their selection of domains. A deity can grant spells to the following classes if she possesses at least one of the listed domains or levels in the appropriate class. If a deity possesses the Magic domain, she can grant spells to members of any divine spellcasting class.

Table C-9—Spell Lists and Associated Domains

Required Domains	Spell List
Animal, Plant, any elemental domain	Druid, Ranger
Evil	Blackguard
Law, Good	Paladin
(Determined by the DM)	Other Prestige Classes

A deity can withhold spells from any particular mortal at will; once a spell has been granted, however, it remains in the mortal's mind until expended.

Portfolio: Every deity of rank 1 or higher has at least limited knowledge and control over some aspect of mortal existence. Her connection to her portfolio gives her a number of powers.

Portfolio Sense: Demigods have a limited ability to sense events involving their portfolios. They automatically sense any event that involves one thousand or more people. The ability is limited to the present. Lesser deities automatically sense any event that involves their portfolios and affects five hundred or more people. Intermediate deities automatically sense any event that involves their portfolios, regardless of the number of people involved. In addition, their senses extend one week into the past for every divine rank they have. Greater deities automatically sense any event that involves their portfolios, regardless of the number of people involved. In addition, their senses extend one week into the past and one week into the future for every divine rank they have.

When a deity senses an event, she merely knows that the event is occurring and where it is. She receives no sensory information about the event. Once a deity notices an event, she can typically use her remote sensing power to perceive more about it.

Senses: Deities of rank 1 or higher have incredibly sensitive perception. Such a deity's senses (including darkvision and low-light vision, she has them) extend out to a radius of one mile per divine rank. Perception is

limited to the senses she possesses. A deity cannot see through solid objects without using her remote sensing ability or some sort of x-ray vision power.

Remote Sensing: As a standard action, a deity of rank 1 or higher can perceive everything within a radius of one mile per rank around any of her worshipers, holy sites, or other objects or locales sacred to her. This supernatural effect can also be centered on any place where someone speaks the deity's name or title for up to 1 hour after the name is spoken, and at any location when an event related to her portfolio occurs. The remote sensing power can cross planes and penetrate any barrier except a divine shield (described in Salient Divine Abilities) or an area otherwise blocked by a deity of equal or higher rank. Remote sensing is not fooled by misdirection, nondetection, or similar spells, and it does not create a magical sensor that other creatures can detect. A deity can extend her senses to two or more remote locations at once (depending on her divine rank) and still sense what's going on nearby.

Table C-10—Remote Locations by Divine Rank

Divine Rank	Remote Locations
1-5	2
6-10	5
11-15	10
16-20	20

Once a deity chooses a remote location to sense, she automatically receives sensory information from that location until she chooses a new location to sense, or until the location is blocked somehow.

Block Sensing: As a standard action, a deity of rank 1 or higher can block the sensing ability of other deities of her rank or lower. This power extends for a radius of one mile per rank of the deity, or within the same distance around a temple or other locale sacred to her, or the same distance around a portfolio-related event. The deity can block two remote locations at once, plus the area within one mile of herself. The blockage lasts 1 hour per divine rank.

Avatars

Deities of rank 6 or higher may create avatars. An avatar serves as a deity's alter ego, effectively allowing her to be in two or more places at the same time. An avatar is an extension of a deity: she senses and knows everything the avatar senses and knows and vice versa. Each avatar counts as a remote location where the deity is sensing and communicating. A lesser deity can have up to five avatars at once, an intermediate deity can have up to ten, and a greater deity can have up to twenty avatars. It takes a deity one year to create an avatar or replace a destroyed avatar. The process does not require any special effort on the deity's part. An avatar must be created in the deity's own realm. If the deity has the Divine Creation salient divine ability, she can use it to create a new avatar anywhere. However, the deity must rest afterward as noted in the Divine Creation ability description.

An avatar is a less powerful version of a deity, created by modifying the deity's statistics, which has the follow-

ing characteristics. It is typically a divine rank 0 entity of the same type and subtypes as its deity, possessing half of the deity's class levels (the deity chooses which levels to grant) and all of her racial Hit Dice. An avatar uses all of this base creature's statistics and special abilities except as noted here.

Special Abilities: An avatar gains all of the following special abilities.

Domain Powers: An avatar can use any domain power its deity grants three times per day (if the power normally can be used more often than that, it gets the greater number of uses). If a domain power is based on cleric level (or one-half cleric level), an avatar with no cleric levels has an effective cleric level equal to her deity's divine rank for this purpose.

Salient Divine Abilities: An avatar has salient divine abilities according to its divine tier (2 for lesser deities, 3 for intermediate, and 5 for greater). The deity chooses which of her abilities the avatar has when creating the avatar, but can only grant abilities that she could qualify for if she had five fewer ranks. The avatar uses its own divine rank (0) to determine all effects based upon rank. An avatar cannot have the Possess Mortal salient divine ability.

Spontaneous Casting: An avatar who has levels in a divine spellcasting class can spontaneously cast any spell its deity can grant.

Spell-like Abilities: At will—*greater teleport* and *planeshift*. In addition, an avatar can use any domain spell its deity can grant as a spell-like ability three times per day. The avatar's effective caster level for such abilities is equal to its HD. The saving throw DC for such abilities is 10 + the spell level + the avatar's Charisma modifier.

Special Qualities: An avatar gains all of the following special qualities:

Divine Aura: An avatar possesses a divine aura, but its radius is always 10 feet per rank of its deity.

Abilities: An avatar has the same base ability scores as its deity, but suffers a total reduction in ability scores equal to 20 + the deity's rank. This reduction is divided evenly among its ability scores (except in cases where doing so would reduce an ability score below 10). Its ability scores after the reduction typically have the same relative values as before.

Feats: By character class and/or HD, but the avatar cannot possess feats that its deity does not.

Challenge Rating: As quasi-deity + 3.

Alignment: As deity.

Advancement: —

Proxies

Deities of rank 1 or higher may empower mortal worshippers to act as proxies. A divine proxy speaks and acts on behalf of her deity, and is invested with a mote of the deity's vast divine power. The minion to so be empowered must physically be present before the deity (or one of her avatars). Most often the minion is a powerful servant in her own right, such as a trusted cleric or paladin.

A deity may possess a number of proxies equal to her divine rank with no ill-effects. If the deity exceeds this number, she receives one negative virtual divine rank. The negative rank remains as long as the deity exceeds her normal limit and disappears when the excess proxies

are eliminated. This negative rank never results in actual loss of divine rank, but it cannot be overcome in any way while the deity possesses excess proxies. This penalty increases to two negative ranks if the deity has more proxies than double her divine rank, to three negative ranks if she has more than three times her divine rank, etc. A deity with negative virtual divine ranks does not lose any abilities or powers, but functions as a deity of her new (lower) rank for the purpose of resolving all abilities and checks.

A Proxy may be any Aberration, Animal, Construct, Dragon, Elemental, Fey, Giant, Humanoid, Magical Beast, Monstrous Humanoid, Ooze, Outsider (only those with the "Native" subtype), Plant, or Undead with an Intelligence score of at least 3 and the deity as a patron (referred to hereafter as the character).

A proxy uses all the character's statistics and special abilities except as noted here.

Armor Class: A proxy gains a deflection bonus to her AC equal to her Charisma modifier (if positive).

Special Attacks: A proxy retains all the special attacks of the character and gains the following special attacks.

Divine Mandate (Su): A proxy can use any domain power her deity grants. If a domain power is based on cleric level (or one-half cleric level), a deity with no cleric levels has an effective cleric level equal to one half of her HD. If the proxy is a cleric already, she may use her total HD to calculate the effects.

Salient Divine Ability (Su): A proxy is granted a Salient Divine Ability that she qualifies for (ignoring any divine rank prerequisites), of the deity's choosing. The deity must have the same ability she grants her proxy. If any effect of the salient divine ability is calculated using divine rank, the proxy uses her deity's divine rank to determine the power of the effect.

Spell-Like Abilities (Sp): A proxy gains the ability to use *greater teleport* and *planeshift* at will, but may only *planeshift* between her home plane and the realm of her patron. In addition, the proxy gains the ability to use all of the spells granted by her deity's domains as spell-like abilities once per day. If a spell forms part of more than one of a deity's domains, the proxy may still only use it once per day. The proxy casts these spells as a cleric of her level or HD (DC 10 + the spell's level + the Proxy's Charisma modifier).

Special Qualities: A proxy has all the special qualities of the base creature, plus the following special qualities.

- Immunity to four attacks or conditions chosen by the deity, typically pertaining to the deity's portfolio. Common choices are aging, ability damage, death effects, and energy drain. A deity whose divine rank exceeds the divine rank of the proxy's deity ignores these immunities.
- Damage reduction 10/epic. If the proxy already possesses damage reduction, use whichever is better.
- A proxy's natural weapons are treated as epic weapons for the purpose of overcoming damage reduction.
- Spell resistance equal to 10 + the proxy's HD. If the proxy already possesses spell resistance, use whichever is higher.

Saves: A proxy gains her charisma modifier (if positive) as a Divine bonus to her saving throws. This stacks with any similar bonus the proxy may have (such as from a paladin's divine grace or a blackguard's dark

blessing).

Abilities: A proxy gains a number of bonus ability points equal to twice the deity's divine rank, which are assigned by the deity (not the proxy).

Challenge Rating: As base creature + 4.

Godly Realm

Each deity of rank 1 or higher has a location that serves as a workplace, personal residence, audience chamber, and sometimes as a retreat or fortress. A deity is at her most powerful within her godly realm. She has at least modest control over the environment within her realm, controlling the temperature and minor elements of the environment. The radius of this control is a function of the deity's rank and whether the realm is located on an Outer Plane or some other plane (including the Material Plane), as shown below:

Table C-11—Godly Realm Radius of Control

Divine Rank	Radius of Control	
	Outer Plane	Material Plane
1-5	100 ft./rank	100 ft./rank
6-10	1 mile/rank	100 ft./rank
11-15	10 miles/rank	100 ft./rank
16-20	100 miles/rank	100 ft./rank

Within this area, the deity can set any temperature that is normal for the plane where the realm is located (for the Material Plane, any temperature from -20°F to 120°F), and fill the area with scents and sounds as she sees fit. Sounds can be no louder than one hundred humans could make, but not intelligible speech or harmful sound. The deity's ability to create scents is similar. Deities of rank 6 or higher can create the sounds of intelligible speech. A demigod or lesser deity can erect buildings and alter the landscape, but must do so through her own labor, through magic, or through her divine powers.

A deity of rank 6 or higher not only has control over the environment, but also controls links to the Astral Plane. Manipulating a realm's astral links renders teleportation and similar effects useless within the realm. The deity can designate certain locales within the realm where astral links remain intact. Likewise, she can block off the realm from planar portals or designate locations where portals are possible.

A deity of rank 11 or higher can also apply the enhanced magic or impeded magic trait to up to four groups of spells (schools, domains, or spells with the same descriptor). The enhanced magic trait enables a metamagic feat to be applied to a group of spells without requiring higher-level spell slots. Many deities apply the enhanced magic trait to their domain spells, making them maximized (as the Maximize Spell feat) within the boundaries of their realm. The impeded magic trait doesn't affect the deity's spells and spell-like abilities.

In addition, a deity of rank 11 or higher can erect buildings as desired and alter terrain within ten miles to become any terrain type found on the Material Plane. These buildings and alterations are manifestations of her control over the realm.

A greater deity (rank 16 or higher) also can perform any one of the following acts:

- Change or apply a gravity trait within the realm.
- Change or apply an elemental or energy trait within the realm.
- Change or apply a time trait within the realm.
- Apply the limited magic trait to a particular school, domain, or spell descriptor within the area, preventing such spells and spell-like abilities from functioning. The deity's own spells and spell-like abilities are not limited by these restrictions.

Once a deity sets the conditions in her realm, they are permanent, though she can change them at a later time. As a standard action, the deity can specify a new environmental condition. The change gradually takes effect over the next 10 minutes. Changing astral links, planar traits, or terrain requires more effort, and the deity must labor for a year and a day to change them. During this time, she must spend 8 hours a day on the project. During the remaining 16 hours of each day, the deity can perform any action she desires, so long as she remains within her realm. The astral links, planar traits, and terrain remain unchanged until the labor is complete.

Note that where a divine or cosmic ability is used to attempt to change conditions of a godly realm from those set by the governing deity, an opposed rank check determines the success or failure of the divine or cosmic ability. In such a case, the "defending" deity gains a +8 bonus on the opposed rank check, signifying the great control that the deity has over its own realm. For example, if Vhanthermis, a divine rank 15 god, were to attempt to use Alter Reality to temporarily show mercy to a soul bathed in the Lake of Fire and Brimstone, by removing the fire damage from the very essence of Belial's realm, he would find that Belial's check would be increased by 8 from normal, as if the Lord of the Fourth were two strata higher in power.

Salient Divine Abilities

A salient divine ability is like a feat—it gives a deity a new capability or improves one that she already has. A deity has one salient divine ability for each of her divine ranks, plus additional salient divine abilities reflecting its status: demigods receive one bonus ability, lesser deities receive two bonus abilities, intermediate deities receive three, and greater deities receive five.

Some salient divine abilities have prerequisites. Usually, the deity must have all the listed prerequisites to have the ability. A divine rank of 1 is a prerequisite for all salient divine abilities. The most common salient divine abilities are described here, but these are by no means the only ones possible. Most deities have at least one or two unique salient divine abilities, which are explained in their descriptions. Some deities have many more than that, depending on how unusual their portfolios are.

When a salient divine ability allows a saving throw, the kind of save is noted in the descriptive text. Most saving throws have DCs of $20 +$ the deity's relevant ability modifier $+ \text{the deity's divine rank}$. The actual DC is listed in the deity's description.

Using Salient Divine Abilities: Using a salient divine ability is a standard action unless otherwise noted in the ability description. Using a salient divine ability does not provoke an attack of opportunity.

Salient Divine Abilities and Antimagic: A salient divine ability functions normally within an antimagic

field, and is never subject to spell resistance.

Types of Salient Divine Abilities

Salient divine abilities can be divided into several subgroups, detailed below. Unique salient divine abilities can fall into any category.

General Abilities: General abilities have no special rules that govern them as a group. They might enhance existing abilities, grant new abilities, or even grant a number of epic or non-epic feats.

Divine Class Features: Divine class abilities are designed to grant epic skill in a particular class. They typically consist of four to six bonus epic feats and similarly-powered abilities. They may grant more or less than this, depending on how powerful the feats are.

Divine Powers: Divine power abilities either grant unique powers to a deity or enhance divine traits she already possesses. The powers granted by these salient divine abilities are typically unavailable from any other source, and are often akin to racial traits.

Domain Abilities: Domain abilities are similar to divine power abilities, but they grant a group of powers based on the deity's portfolio. These abilities can be great or small, but they allow a deity to better exemplify her principle portfolio element.

Descriptions

Here is the format for salient divine ability descriptions.

ABILITY NAME

Prerequisite: A minimum divine rank, minimum ability score, another salient divine ability, a minimum base attack bonus, a feat, a skill, or some other condition that a deity must have in order to acquire this salient divine ability. This entry is absent if a salient divine ability has no prerequisites. An ability may have more than one prerequisite. All salient divine abilities have a minimum prerequisite of divine rank 1. Quasi-deities (rank 0) have no salient divine abilities.

Benefit: What the ability enables the deity to do. If a deity has the same ability more than once, its benefits do not stack unless indicated otherwise in the description. In general, having a salient divine ability twice is the same as having it once.

Special: Additional facts about the ability that may be helpful when using the ability in play.

Rest: Some abilities require the deity to rest afterward. If no rest is required, the entry is absent. A resting deity can engage in light activities such as talking or walking at half speed. When attempting anything more strenuous than that, the deity can only take either a standard or move action each round, and suffers a –6 penalty on all attack rolls, saves, and checks. She cannot use another ability that requires rest until her current rest requirement is fulfilled. Any time the deity spends performing strenuous activities does not count toward the required rest time.

Suggested Portfolio Elements: This entry gives one or more portfolio elements that are associated with the salient divine ability in question. A deity should not have more than a few abilities that fall outside of her portfolio. When "supreme" is listed as a portfolio element, any deity counted among the most powerful in her pantheon

qualifies.

ALTER FORM

The deity can make minor changes to her appearance and form. This is an extraordinary ability.

Benefit: As a move-equivalent action, the deity can alter her form, including clothing and equipment. The assumed form must be corporeal. Her body can undergo a limited physical transmutation, including adding or subtracting one or two limbs. If the form selected has wings, the deity can fly. Likewise, she can swim if the form has fins, breathe water if the form has gills, and so on.

The deity can remain in the altered form indefinitely, but resumes her own form if slain.

Notes: The deity's attack bonus, Armor Class, and saves do not change. She does not gain any of the assumed form's special abilities, attack forms, defenses, ability scores, or mannerisms. The deity can change physical qualities (such as hair color, hair texture, skin color, and gender). She can use this ability to create disguises, gaining a bonus of +10 on its Disguise checks. She can use her Alter Size ability simultaneously with this one to become taller, shorter, thinner, or heavier.

Suggested Portfolio Elements: Nature, secrets, thieves.

ALTER SIZE

The deity's ability to change size increases.

Benefit: The deity gains the ability to alter size as a greater deity, regardless of her rank.

Suggested Portfolio Elements: Any.

ANNIHILATING STRIKE

Prerequisites: Divine rank 11, base attack bonus +20, Str 25+

Benefit: When the deity strikes with a weapon or natural weapon, the opponent struck may be obliterated. Creatures, attended objects, and magic items must make Fort saves (DC 10+ Str modifier + divine rank) or be reduced to –10 hit points and killed outright. Unattended, non-magical objects are obliterated. The deity can destroy up to 1,000 cubic feet (a 10-foot cube) of nonliving matter per rank, so the ability destroys only part of any very large object or structure targeted.

Notes: Deities and cosmic entities are not subject to this ability except on a successful opposed rank check. This ability has no effects on objects or effects that are not subject to physical attacks, such as walls of force.

Suggested Portfolio Elements: Death, justice, vengeance, war.

ARCANE MASTERY

The deity can prepare arcane spells without consulting a spellbook.

Prerequisites: Spellcaster level 1st, Int 29, Spell Mastery.

Benefit: The deity can prepare any arcane spell that she can cast without using a spellbook. This includes all spells on the appropriate spell list as well as non-standard spells created according to the spell creation guidelines in the *DUNGEON MASTER'S GUIDE* and other rulebooks.

Note: A deity with this ability must still research epic spells normally before casting them.

Suggested Portfolio Elements: Knowledge, magic.

AREA DIVINE SHIELD

The deity can channel part of her personal energy into a barrier that protects against almost any attack.

Prerequisites: Divine rank 6, Cha 29, Divine Shield.

Benefit: Except where noted here, this ability works like the Divine Shield ability. The deity produces a transparent barrier whose area is up to one 10-foot square per rank, or a sphere or hemisphere with a radius of up to 1 foot per rank. The barrier can be placed anywhere within her line of sight. The deity can place the barrier so that it is mobile with respect to some unattended object or willing creature. The barrier can be adjusted to ignore certain types of damage, just as a divine shield can. If the deity makes the shield mobile with respect to a willing creature, the deity also can make the barrier one-way with respect to the creature and its allies, allowing them to attack through the shield and still use its protection.

Notes: The deity can shape the shield around herself or around a willing creature so that it is skintight, which prevents the subject from being touched.

Suggested Portfolio Elements: Mercy, protection.

AUTOMATIC METAMAGIC

The deity can apply a particular metamagic feat to spells she can cast or to her spell-like abilities with no spell slot adjustment.

Prerequisite: Spellcaster level 1st.

Benefit: The deity chooses one non-epic metamagic feat. As a free action, she can apply the selected feat to the spells from any one spellcasting class she has or to her spell-like abilities. A spell altered by the use of this ability does not use up a higher-level slot.

Notes: The deity must obey all the limitations normally associated with the metamagic feat. Feats that depend on making the spell's level higher, such as Heighten Spell, do not work with this ability. A deity can have this ability multiple times, choosing a metamagic feat and either a spellcasting class or spell-like abilities to which the ability will apply each time.

Suggested Portfolio Elements: Knowledge, magic.

BANESTRIKE

Any weapon the deity wields works better against one type of foe.

Prerequisite: Base attack bonus +20.

Benefit: Any weapon the deity wields gains a bonus of +4 on attack rolls, and it deals an extra +4d6 points of damage against the designated foe. The bonus and extra damage stack with any other properties the weapon has.

Notes: The deity selects one kind of enemy from the list below.

- Aberrations
- Animals
- Constructs
- Dragons
- Elementals
- Fey
- Giants
- Humanoids (choose one subtype)
- Monstrous humanoids
- Oozes
- Outsiders, chaotic
- Outsiders, evil

- Outsiders, good
- Outsiders, lawful
- Plants
- Undead
- Vermin

The ability functions only when the deity personally attacks with a melee weapon or ranged weapon. She can apply the Banestrike ability to any weapon or natural weapon, but not to a spell, spell-like ability, supernatural ability, or divine ability.

A deity can have this ability multiple times, choosing a different kind of foe each time. She can imbue only one bane special ability to a weapon at a time and can change among them as a swift action.

Suggested Portfolio Elements: Death, justice, vengeance, war.

BATTLESENSE

The deity is nearly impossible to surprise, flank, or catch flat-footed.

Benefit: The deity cannot be surprised or flanked except by a deity or cosmic entity that succeeds on an opposed rank check. The deity retains her Dexterity bonus to Armor Class even if caught flat-footed or attacked by an invisible opponent, and is not subject to sneak attacks except by deities or cosmic entities that succeed on an opposed rank check.

Notes: If the deity has the uncanny dodge or improved uncanny dodge class feature, this ability replaces it.

Suggested Portfolio Elements: War.

CALL CREATURES

The deity can bring creatures to serve and aid her.

Benefit: The deity can call some kind of creature as noted in her description. Each creature called can have no more Hit Dice than the deity has divine ranks, and the deity cannot have more creatures serving her at any given time than she has ranks. The creatures are transported to the deity's presence through an interdimensional connection similar to that created by a *gate* spell, except that it opens to the Material Plane. The creatures willingly serve to the best of their ability. The calling effect is otherwise similar to the calling property of the *gate* spell.

Notes: A deity can have this ability multiple times, choosing a different kind of creature each time.

Suggested Portfolio Elements: Any.

CLEAR SIGHT

The deity can perceive reality despite appearances.

Prerequisites: Divine rank 6, Wis 29.

Benefit: The deity can see illusions, transmuted creatures and objects, and disguised creatures or objects for what they really are, provided they are within 10 feet per divine rank. This ability is similar to the true seeing spell, except that it does not reveal creatures' alignments and it does foil mundane disguises.

Suggested Portfolio Elements: Knowledge, truth.

COMMAND PLANTS

The deity can control plants and plant creatures.

Benefit: The deity can make plants grow in a radius of up to one mile per divine rank once per day. She can use this ability even in a place where no plants grow,

though in this case the plants wither and die after one day. This ability works like the plant growth spell, except that it cannot be countered except by a deity or cosmic entity that succeeds on a rank check against the deity using the ability.

Also once per day, the deity can create one of the following effects.

Charm: Plant creatures and fungus creatures within (25 ft. + 5 ft. per 2 divine ranks) of her person act as if affected by a mass charm spell. The deity can command a number of plant creatures not exceeding her divine rank. No two affected creatures can be more than 30 feet from each other, and each is allowed a Will saving throw to negate the effect, whose DC is Wisdom-based. The effect lasts 1 day. This is a charm effect.

Animate: The ability imbues trees or other large, inanimate vegetable life with mobility. The animated plants then attack whomever or whatever the deity first designates. Animated plants gain humanlike senses. The plants' AC, speed, attacks, and special abilities vary with their size and form, as described for animated objects. The deity can animate two Large plants (like trees), four Medium plants (like shrubs), or eight Small plants (like vines). All plants to be affected must be within 60 feet of each other. The deity can animate different types of plants if desired. Creatures that have the plants in their possession can prevent the effect with Will saves; the DC is Wisdom-based. The effect lasts 1 hour per divine rank, to a maximum of 1 day.

Entangle: The deity imbues all plants within (25 ft. + 5 ft. per 2 divine ranks) with semimobility, which allows them to entwine around creatures in the area. This duplicates the effect of an entangle spell. The effect lasts 1 hour per divine rank, to a maximum of 1 day. The save DC is Wisdom-based.

Suggested Portfolio Elements: Agriculture, earth, fertility.

CONTROL CREATURES

The deity can dominate and control the actions of a specific kind of creature.

Benefit: The deity can command some kind of creature as noted in her description. This ability is similar to the dominate monster spell, but it is not a mind-affecting ability (the deity seizes direct control over the creature's body). Each day the deity can attempt to control a number of creatures equal to her divine rank. She can attempt to take control of that number all at once, or in smaller numbers. All creatures to be affected must be within the deity's line of sight when first affected. Once control is established, distance is not a factor and the deity can maintain control remotely, even across planes and through wards or barriers (except divine shields and warding spells cast by deities or cosmic entities that succeed on an opposed rank check). The subject is allowed a Will save to resist and is allowed a new save if the deity commands the subject to do something against its nature. The save DC is Charisma-based.

At any given time, a deity cannot have more creatures under her control than 10 times her divine rank. If the deity already has the maximum number of creatures under her control, she can still attempt to take control of other creatures, but must first release one or more creatures already under her control.

Notes: A deity can have this ability multiple times, choosing a different kind of creature each time.

Suggested Portfolio Elements: Any.

CRAFT ARTIFACT

The deity can make magic items that exceed mortal limits.

Prerequisites: Any five item creation feats.

Benefit: The deity is considered to possess the epic item creation feats associated with her non-epic feats. In addition, all magic items she creates gain the special properties unique to artifacts (see the *DUNGEON MASTER'S GUIDE* for details).

Suggested Portfolio Elements: Crafts, knowledge, magic.

CREATE OBJECT

The deity can create simple objects out of nothing.

Prerequisites: Divine rank 11, Int 29.

Benefit: As a full-round action, the deity can create objects weighing up to 100 pounds per divine rank, or with a volume of 20 cubic feet per rank. If she uses this ability on a divinely morphic plane or within her own godly realm, double the volume and weight the deity can create. If her realm is located on a divinely morphic plane, triple the volume and weight the deity can create there.

Once created, the objects are permanent and nonmagical. If the deity has the appropriate Craft skill, she can make a Craft check when creating the item to make it a masterwork item.

Rest: The deity must convert a considerable amount of its own energy into the object, which can leave the deity impaired. The deity can create an object with a value of up to 100 gp without impairment. For every additional 100 gp of value (or fraction of 100 gp), the deity must rest for 10 minutes. If the deity is creating an item on a divinely morphic plane or within its own godly realm, it can create a 200 gp item without resting. If the deity's realm is located on a divinely morphic plane, it can create a 300 gp item there without having to rest.

Suggested Portfolio Elements: Crafts, creation.

DIVINE AIR MASTERY

The deity has mastery over the air.

Prerequisite: Air domain.

Benefit: The deity gains a competence bonus on attack rolls, damage, and Armor Class equal to her divine rank if both she and her foe are airborne.

The deity can fly with perfect maneuverability. When flying, she automatically knows the location of any corporeal creature within 10 feet per divine rank, by sensing the disturbance in the air the creature causes.

Suggested Portfolio Elements: Air, wind.

DIVINE ARCHERY

The deity is the epitome of the archer, with abilities that surpass those of mortal archers.

Prerequisites: Base attack bonus +20, Dex 29, Point Blank Shot, Far Shot.

Benefit: The deity gains Combat Archery, Distant Shot, Swarm of Arrows, and Uncanny Accuracy as bonus feats. The range on her Swarm of Arrows feat is equal to 10 feet per divine rank.

Suggested Portfolio Elements: Archers, war.

DIVINE ARMOR MASTERY

The deity is able to move freely in light or medium armor.

Prerequisites: Armor Proficiency (light), Armor

Proficiency (medium).

Benefit: The deity ignores the maximum Dexterity bonus limit for medium or light armor.

Suggested Portfolio Elements: War.

DIVINE BARD

The deity is the epitome of the bard and has abilities that far surpass those of mortal bards.

Prerequisite: Bard level 20th.

Benefit: The deity gains Group Inspiration, Lasting Inspiration, Music of the Gods, Rapid Inspiration, and Reactive Countersong as bonus feats.

In addition, the range on all of the deity's ranged bardic abilities, such as countersong, fascinate, inspire competence, and inspire greatness, is equal to one mile per divine rank.

Finally, the effects of all the deity's bardic music abilities are doubled. Inspire courage grants a +8 morale bonus on saving throws against charm and fear effects and a +8 morale bonus on attack and damage rolls; inspire competence grants a +4 competence bonus on skill checks; inspire greatness grants +4d10 Hit Dice, a +4 competence bonus on attack rolls, and a +2 competence bonus on Fortitude saves, and inspire heroics grants a +8 morale bonus on saving throws and a +8 dodge bonus to AC.

Suggested Portfolio Elements: Art, bards, beauty, dance, love, music, poetry.

DIVINE BATTLE MASTERY

The deity is the epitome of the fighter, a master of sophisticated battle techniques.

Prerequisites: Fighter level 20th, Combat Reflexes, Int 13, Dex 13, Dodge, Expertise, Mobility, Spring Attack, Whirlwind Attack, War domain.

Benefit: The deity gains the Improved Combat Reflexes and Improved Whirlwind Attack feats as bonus feats.

Suggested Portfolio Elements: Justice, vengeance, war.

DIVINE BLAST

The deity can channel part of her personal energy into a ray.

Prerequisite: Cha 29.

Benefit: The deity can use this ability a number of times per day equal to 3 + her Charisma bonus. The ray created can extend up to one mile per rank (the deity chooses the length). Targets the ray strikes take 1d12 points of damage per rank of the deity, plus 1d12 points of damage per point of Charisma bonus the deity has. There is no saving throw, but the deity must make a ranged touch attack to hit a target. She can make the ray look, sound, smell, and feel like anything she desires. Despite the appearance of the ray, the damage it deals results directly from divine power and is therefore not subject to being reduced by protection from elements and similar magic.

Notes: The ray destroys a wall of force, prismatic wall, or prismatic sphere it hits (all layers in a prismatic effect are destroyed). The ray itself is unaffected and can strike a target behind the wall of force or prismatic effect.

A divine shield can stop the ray.

Suggested Portfolio Elements: Death, destruction, war.

DIVINE BLESSING

The deity can grant exceptional abilities to mortals.

Prerequisite: Selected ability score 35.

Benefit: Choose one ability: Strength, Dexterity, Constitution, Intelligence, Wisdom, or Charisma. The deity must have a score of at least 40 in the selected ability. She can grant mortals an enhancement bonus to that ability that lasts for one day, equal to one half of her own ability modifier. In a single day and at one time, the deity can affect a number of creatures equal to her divine rank.

Notes: A deity can have this ability multiple times, choosing a different ability score each time.

Suggested Portfolio Elements: Agility, beauty, endurance, knowledge, strength, wisdom.

DIVINE CELERITY

The deity is supernaturally swift.

Prerequisite: Dex 29.

Benefit: The deity always acts as if *hasted*, gaining all of the normal bonuses granted by the haste spell.

Suggested Portfolio Elements: Travel, wind.

DIVINE CREATION

The deity can create creatures or magic items out of nothing.

Prerequisites: Divine rank 16, Int 29, Create Object.

Benefit: As a full-round action, the deity can create mortal creatures or magic items whose total weight is up to 100 pounds per divine rank, or with a total volume of 20 cubic feet per rank. If she uses this ability on a divinely morphic plane or within her own godly realm, double the volume and weight the deity can create. If her realm is located on a divinely morphic plane, triple the volume and weight she can create there.

Notes: This ability works like the Create Object ability, except as noted below.

A deity can use this ability to create any kind of creature that does not have a divine rank. The deity can create a creature with class levels, but never with more class levels than the deity has herself or the deity's divine rank, whichever is lower.

Rest: The deity must convert a considerable amount of her own energy into a creature, which always leaves the deity impaired. The deity must rest for 10 minutes × the creature's Hit Dice × the creature's Challenge Rating for each creature created, with a minimum of 10 minutes per creature. If the creature has class levels, each level counts as an additional Hit Die.

The deity can create any kind of magic item except an artifact.

The rest requirement for creating magic items is the same as for the Create Object ability.

Suggested Portfolio Elements: Crafts, creation, supreme.

DIVINE DODGE

The deity can avoid damage by simply not being there when the attack hits.

Prerequisite: Dex 29.

Benefit: Any physical attack or individually targeted spell directed at the deity has a percent miss chance equal to 50 + the deity's rank. Area effects that include the deity have a similar chance to be ineffective.

Notes: The ability is similar to the blink spell, except that it is defensive only and the deity does not move to the Ethereal Plane, but simply exits from reality for a

brief moment. This ability never interferes with the deity's own attacks. If an attack overcomes the miss chance, the deity still gets the benefit of a saving throw (if one is allowed).

Suggested Portfolio Elements: Agility, gambling, luck, protection.

DIVINE DRUID

The deity is the epitome of the druid and has abilities that far surpass those of mortal druids.

Prerequisites: Druid level 20th.

Benefit: The deity gains Colossal Wild Shape, Diminutive Wild Shape, Fine Wild Shape, Gargantuan Wild Shape, Improved Elemental Wild Shape, Magical Beast Wild Shape, and Plant Wild Shape as bonus feats.

Suggested Portfolio Elements: Nature.

DIVINE EARTH MASTERY

The deity has mastery over the earth.

Prerequisites: Earth domain.

Benefit: The deity gains a competence bonus on attack rolls, damage, and Armor Class equal to her divine rank if both she and her foe are touching the ground.

The deity gains a burrow speed commensurate with her size, as well as the ability to glide through stone, dirt, or almost any other sort of earth except metal as easily as a fish swims through water. This burrowing leaves behind no tunnel or hole, nor does it create any ripple or other signs of her presence.

She has tremorsense, allowing her to automatically sense the location of anything within 10 feet per divine rank that is in contact with the ground.

The deity has complete control over all things made of earth (including stone and metal). She can alter the form of any amount of earth as a swift action. She can duplicate the effects of the stone shape, move earth, rusting grasp, transmute rock to mud, transmute mud to rock, disintegrate, and similar spells, with any earth, stone, or metal object as a target. She can also transmute any object made of earth, stone, or metal into a different kind of earth, stone, or metal. The deity can affect any object she can see, but no more than one object per round.

Suggested Portfolio Elements: Earth.

DIVINE FAST HEALING

The deity heals wounds in a flash.

Prerequisites: Con 29 or the fast healing special quality.

Benefit: The deity gains fast healing of 20 + her divine rank. Lost limbs or body parts reattach instantly when pressed against the wound on the body.

Notes: This ability does not stack with the fast healing special quality.

A deity can have this ability multiple times, and its effects stack. A deity with two applications of this ability has fast healing of 40 + (divine rank \times 2).

Suggested Portfolio Elements: Endurance, healing.

DIVINE FIRE MASTERY

The deity has mastery over fire.

Prerequisites: Fire domain.

Benefit: The deity gains a competence bonus on attack rolls, damage, and Armor Class equal to her divine rank if both she and her foe are touching fire or using weapons with the flaming or flaming burst special abilities.

The deity is immune to the effects of fire and heat.

She automatically knows the location of any corporeal creature within 10 feet per divine rank by sensing the disturbance in the ambient temperature that the creature causes.

The deity has complete control over all nonmagical fire and can duplicate the effect of any spell with the [fire] descriptor as a standard action.

Suggested Portfolio Elements: Fire.

DIVINE GLIBNESS

The deity's silver-tongued speech can convince others to take action.

Prerequisites: Cha 29, Bluff 40 ranks, Trickery domain.

Benefit: As a full-round action, the deity can speak and convince others to take some course of action. This works like a mass suggestion spell cast at a level equal to 10 + her divine rank, except that it affects up to (10 + divine rank) creatures, no two of which can be more than (10 \times divine rank) feet apart. The save DC is 10 + the deity's Charisma modifier + the deity's divine rank.

Suggested Portfolio Elements: Commerce, lies, thieves.

DIVINE INSPIRATION

The deity can inspire a specific emotional state in others.

Benefit: The deity can enchant creatures to create a specific emotion. She can affect one creature per divine rank at once, and up to the same number each day. All must be within the deity's line of sight when first affected. The specific effects depend on the emotional state induced. Unless otherwise noted, all save DCs are Charisma-based.

Courage: The enchanted creatures become immune to fear effects and receive a +2 morale bonus on attack rolls, weapon damage rolls, skill checks, and Will saves.

Despair: The enchanted creatures are affected as by an improved version of the crushing despair spell: affected creatures suffer a -4 penalty on attack rolls, damage rolls, saves, and checks unless they make a successful Will save. The effect lasts one day.

Dread: The enchanted creatures must make successful Wisdom checks (DC = the deity's divine rank) to attack or fight. If the check fails, the creature flees in panic for 1d4 rounds. If the check succeeds, the creature does not have to check again for 10 minutes. The enchanted creatures also suffer a -2 morale penalty on attack rolls, weapon damage rolls, skill checks, and Will saves.

Frenzy: Frenzied creatures spend themselves in drinking, feasting, and dancing unless provoked or incited to violence. Frenzied creatures turn violent if they are attacked or perceive a threat to their safety. Frenzied creatures receive a +4 morale bonus to Strength and Dexterity, a -4 penalty to Wisdom, and a -2 penalty to AC. Subjects can attempt Will saves to resist the effect. This is a mind-affecting compulsion.

Hope: The enchanted creatures gain a +4 morale bonus on saving throws, attack rolls, ability checks, skill checks, and weapon damage rolls.

Rage: The enchanted creatures receive a +4 morale bonus to Strength and Constitution scores, a +2 morale bonus on Will saves, and a -2 penalty to AC. They are compelled to fight heedless of danger. Subjects can attempt Will saves to resist the effect. This is a mind-affecting compulsion.

Love and Desire: A love effect causes the target to fall in love with the specified creature, seeking every opportunity to be near that creature and making every effort to win the creature's affection. A desire effect is similar, but the target seeks any opportunity to become physically intimate with the specified creature. can attempt Will saves to resist the effect. This is a mind-affecting compulsion effect.

Suggested Portfolio Elements: Any.

DIVINE MONK

The deity is the epitome of the monk and has abilities that far surpass those of mortal monks.

Prerequisites: Monk level 20th, Deflect Arrows.

Benefit: The deity gains Axiomatic Strike, Exceptional Deflection, Infinite Deflection, Keen Strike, Reflect Arrows, and Vorpal Strike as bonus feats.

In addition, any unarmed attack she makes has a base damage of 2d12 and an enhancement bonus of +5.

Suggested Portfolio Elements: Law.

DIVINE PALADIN

The deity is the epitome of the paladin and has abilities that far surpass those of mortal paladins.

Prerequisites: Paladin level 20th.

Benefit: The deity gains Great Smiting x3, Improved Aura of Courage, and Widen Aura of Courage as bonus feats. She can smite evil five additional times per day, and her special mount, if any, gains the celestial template.

Suggested Portfolio Elements: Good, justice, law, nobility, war.

DIVINE PSIONICS

The deity is an extremely accomplished psionist.

Prerequisites: Manifestor level 20th.

Benefit: The deity gains bonus power points based on her key ability modifier, as shown on the table below.

Table C-12: Divine Psionics Bonus Power Points

Ability Modifier	Power Points	Ability Modifier	Power Points
+10	19	+18	243
+11	40	+19	280
+12	63	+20	319
+13	88	+21	360
+14	115	+22	403
+15	144	+23	448
+16	175	+24	495
+17	208	+25	544

The deity doesn't incur attacks of opportunity for manifesting powers when threatened.

In addition, the deity receives the benefit of the Psionic Endowment feat on any power she manifests.

Suggested Portfolio Elements: Mentalism, psionics.

DIVINE PSIONIC ENDOWMENT

The deity can use meditation to increase her powers.

Prerequisites: Psionic Endowment, Great Psionic Endowment.

Benefit: When the deity uses the Psionic Endowment

feat, she adds one-half of her rank to the save DC of a power she manifests instead of +1.

Suggested Portfolio Elements: Mentalism, psionics.

DIVINE RADIANCE

The deity can emit a powerful holy light.

Prerequisite: Good alignment, Sun domain.

Benefit: The deity can shed light from her body in an emanation with a radius of 10 feet per divine rank. This light counters and dispels all darkness effects (unless created by a deity or cosmic entity that succeeds on an opposed rank check) and causes pain and damage to undead creatures, who take 2d8 points of damage per round with no save. As a full attack action, the deity can generate up to three rays of scorching light that can strike targets up to a number of miles away equal to her divine rank. Each ray deals 1d6 points of damage per 2 divine ranks. Undead take 1d12 points of damage per 2 divine ranks.

Suggested Portfolio Elements: Good, light, sun.

DIVINE RAGE

The deity flies into an awe-inspiring rage when struck by a weapon.

Prerequisite: Barbarian level 20th.

Benefit: This ability is similar to the barbarian's rage ability (and it replaces the barbarian's rage ability for the deity). The deity can activate this ability only after suffering damage from a weapon, and can use it a number of times per day equal to her divine rank. Once used, the ability lasts 1 hour (though she can end the rage at will). While raging, the deity gains +10 to Strength, +10 to Constitution, and a +5 morale bonus on Will saves. Her spell resistance and energy resistances each increase by +10. The deity also can make one extra attack, at her full attack bonus, whenever she uses the full attack action. While raging, the deity suffers a -5 penalty to Armor Class and cannot perform acts that require patience and concentration, such as moving silently, casting spells, and using salient divine abilities.

Suggested Portfolio Elements: Destruction, rage, strength, war.

DIVINE RANGER

The deity is the epitome of the ranger and has abilities that far surpass those of mortal rangers.

Prerequisites: Ranger level 20th, Wis 25, Survival 40 ranks, Knowledge (nature) 30 ranks.

Benefit: The deity gains Bane of Enemies and Legendary Tracker as bonus feats. In addition, she treats all normal terrain as very soft ground for purposes of tracking and ignores DC modifiers for time or weather.

Suggested Portfolio Elements: Archers, hunting, nature.

DIVINE RECALL

The deity has superhuman memory of a particular subject.

Benefit: The deity remembers every event of a certain type that has ever occurred. The type of event is specified in the deity description.

Notes: A deity can have this ability multiple times, choosing a different type of event each time.

Suggested Portfolio Elements: Knowledge.

DIVINE ROGUE

The deity is the epitome of the rogue and has abilities

that far surpass those of mortal rogues.

Prerequisites: Rogue level 20th, Dodge, improved evasion, defensive roll.

Benefit: When struck by an attack from an opponent the deity has designated as her dodge target, she may make a Reflex save (DC 10 + damage dealt) to negate all damage from the attack. She also gains Trap Sense as a bonus feat.

In addition, she can assess the exact value of any treasure she can see, and can immediately determine what any creature is carrying and where each carried item is.

Suggested Portfolio Elements: Thieves.

DIVINE SHIELD

The deity can channel part of her personal energy into a barrier that protects against almost any attack.

Prerequisites: Cha 29.

Benefit: As a swift action, the deity can create a shield that lasts 10 minutes and protects her body and equipment from attacks. The shield stops 10 points of damage per rank. Once the shield stops that much damage, it collapses. The damage can be from any source, including a divine blast attack. The deity can use this ability a number of times per day equal to 3 + her Constitution bonus.

The deity can adjust the shield so that it does not block damage she ignores anyway. The effects of multiple divine shields do not stack.

Suggested Portfolio Elements: Protection.

DIVINE SKILL FOCUS

The deity has superlative ability with the selected skill.

Prerequisites: 23 ranks in the selected skill.

Benefit: The deity receives a bonus of 10 + her divine rank when using the selected skill.

Notes: This bonus stacks with the divine rank bonus deities normally receive on checks. If the selected skill is related to the deity's portfolio, add the deity's rank to the maximum DC for an immediate action.

A deity can have this ability multiple times, choosing a different skill each time.

Suggested Portfolio Elements: Any.

DIVINE SNEAK ATTACK

The deity's sneak attacks are devastating.

Prerequisites: Sneak attack +10d6, crippling strike.

Benefit: The deity gains Improved Sneak Attack x3, Sneak Attack of Opportunity, and Lingering Damage as bonus feats. In addition, she can flank or catch flat-footed any opponent whose divine rank does not exceed the deity's and can sneak attack that opponent.

Suggested Portfolio Elements: Thieves.

DIVINE SPELL FOCUS

The save DC for one school of spells the deity can cast increases.

Prerequisites: Spell Focus, Greater Spell Focus.

Benefit: The deity chooses one school of magic. The save DC for any spell of that school increases by one-half her divine rank. This bonus overlaps (does not stack with) the bonus from Spell Focus or Greater Spell Focus.

Notes: A deity can have this ability multiple times, choosing a different school of magic each time.

Suggested Portfolio Elements: Magic.

DIVINE SPELLCASTING

The deity is an extremely accomplished spellcaster.

Prerequisites: Spellcaster level 20th.

Benefit: The deity can cast spells whose effective level is above 9th. The number of spells per day she can cast of each spell level above 9th depends on her key ability score for spell-casting classes in which she has achieved 20th caster level, as shown on Table: Divine Spellcasting (see below). The numbers on that table represent one spell per day at each spell level above 9th in which she receives bonus spells from her key ability score, plus bonus spells based on the key ability score. The deity can use these slots for spells prepared or cast with a metamagic feat, or for lower-level spells.

If the deity has achieved 20th level in a spellcasting class with fewer than nine levels of spells (such as bard, paladin, or ranger), she can also cast one spell per day of each level between the maximum normal spell level and 9th, plus appropriate bonus spells of each level based on her key ability score. These spells are not shown on the table.

In addition, the deity receives Spell Focus (in all schools of magic) and Improved Combat Casting as bonus feats.

Suggested Portfolio Elements: Magic.

DIVINE SPLENDOR

The deity's mere proximity is fatal to mortals.

Prerequisites: Divine rank 16, Cha 26. **Benefit:** Any mortal who approaches within 10 feet per divine rank of the deity in her natural form dies immediately. The mortal is allowed a Fortitude saving throw with a DC of 20 + the deity's Charisma bonus + the deity's divine rank. Even if the save succeeds, the subject takes 1d8 damage per rank of the deity, which may kill it anyway.

Suggested Portfolio Elements: Supreme.

DIVINE STORM

The deity can create a vortex of force that protects her and harms those of an alignment different from her own.

Prerequisite: Divine rank 11.

Benefit: The deity can surround herself with a vortex of holy or unholy energy that manifests in different forms depending on the deity. The vortex extends from the deity in an emanation with a radius of 10 feet per divine rank. The effect stops all attacks with thrown weapons and projectiles (they fail if made by creatures inside the area, or targeted at creatures within the area, or if their paths take them through the area).

In addition, the force expels creatures whose alignment on the ethical (lawful-chaotic) axis is opposite the deity's. If her ethical alignment is neutral (neutral good or neutral evil), the force does not expel any creatures. Affected creatures in the area must make Fortitude saves or be picked up and thrown out, regardless of size. Such creatures suffer 1d6 points of damage for each 10 feet they travel. Creatures that make successful saves are not affected by the vortex for one day, although the vortex still stops their thrown weapons and projectiles. Creatures that fail their saves can attempt to reenter the area, but must attempt new saves.

The force damages creatures whose alignment on the moral (good-evil) axis is opposite the deity's. If her moral alignment is neutral (lawful neutral or chaotic neutral), the force does not damage any creatures. Affected creatures in the area must make Fortitude saves each round or suffer 1 point of holy damage per divine

rank. A successful save negates the damage, but the creature must save again the next round if it is still within the area.

Creatures whose alignment is diametrically opposed to the deity's are subject to both effects. The save DCs for both effects are Charisma-based.

Suggested Portfolio Elements: War.

DIVINE WATER MASTERY

The deity has mastery over water.

Prerequisites: Water domain.

Benefit: The deity gains a competence bonus on attack, damage, and Armor Class equal to her divine rank if both she and her foe are touching the same body of water.

The deity gains a swim speed commensurate with her size (see Divine Characteristics).

At will, as a full-round action, the deity can create a devastating tidal wave of water. On land, the wave has effects similar to a flash flood: Creatures caught in the water must make a Fortitude save (DC 15). Large or smaller creatures that fail the save are swept away, taking 1d6 points of nonlethal damage per round (1d3 points on a successful Swim check against DC 20). Huge creatures that fail are knocked down, while Gargantuan and Colossal creatures are checked. The wave destroys all wooden buildings and 25% of the stone buildings it comes into contact with. At sea, the tidal wave capsizes ships and crushes them to splinters. The wave affects a number of miles of coastland up to the deity's divine rank.

When touching water, the deity automatically senses the location of anything within 10 feet per divine rank that is in contact with the same body of water.

Suggested Portfolio Elements: Water.

DIVINE WEAPON FOCUS

The deity is particularly adept with one kind of weapon.

Benefit: This ability works like the Weapon Focus feat except that the deity receives a bonus of +4 on attacks with the weapon.

Notes: This bonus stacks with the divine bonus deities get on attack rolls, and with the Divine Weapon Mastery salient divine ability. It also stacks with the Weapon Focus and Greater Weapon Focus feats.

A deity can have this ability multiple times, choosing a different kind of weapon each time.

Suggested Portfolio Elements: War.

DIVINE WEAPON MASTERY

The deity is exceptionally proficient with weapons.

Prerequisites: Fighter level 20th, War domain.

Benefit: The deity receives the benefits of the Weapon Focus, Weapon Specialization, and Improved Critical feats when wielding any simple or martial weapon.

Suggested Portfolio Elements: War.

DIVINE WEAPON SPECIALIZATION

The deity deals tremendous damage with one kind of weapon.

Prerequisites: Fighter level 20th, Divine Weapon Focus with the selected weapon.

Benefit: This ability works like the fighter's Weapon Specialization feat, except that the deity receives a bonus on damage with the weapon equal to her divine rank.

Notes: If the selected weapon is a ranged weapon, the extra damage applies against any target the deity can see.

The damage bonus from this ability stacks with the damage bonus from the Divine Weapon Mastery ability and the Weapon Specialization and Greater Weapon Specialization feats.

A deity can have this ability multiple times, choosing a different kind of weapon each time.

Suggested Portfolio Elements: War.

ELDRITCH KNOWLEDGE

The deity learns additional spells.

Prerequisites: Spellcaster level 1st, Cha 29, Extra Spell.

Benefit: The deity knows double the number of spells of each level normally granted by her class and level.

Notes: A deity may gain this salient divine ability more than once; the effects stack.

Suggested Portfolio Elements: Knowledge, magic.

ENERGY BURST

The deity can create a blast of damaging energy.

Benefit: The deity can create an emanation of a specific type of energy (acid, cold, electricity, fire, or sonic energy, specified in her description) with a radius of 10 feet per divine rank. Anything in the area takes 1d8 points of the appropriate energy damage per divine rank. Damage is halved for those who make successful saving throws (Reflex for acid, cold, electricity, or fire, Fortitude for sonic energy; the save DC is Charisma-based).

Notes: A deity can have this ability multiple times, choosing a different type of energy each time.

Suggested Portfolio Elements: Nature.

ENERGY STORM

The deity can create a vortex of swirling energy that protects her and damages those who touch the vortex.

Prerequisite: Divine rank 11.

Benefit: The deity can surround herself with a vortex of energy (acid, cold, electricity, fire, sonic, positive, or negative energy, specified in the deity's description). The vortex extends from the deity in an emanation with a radius of 10 feet per divine rank. The effect stops attacks with thrown weapons and projectiles. Such attacks fail if made by creatures inside the area, or targeted at creatures within the area, or if their paths take them through the area.

Energy storms that use acid, cold, electricity, fire, or sonic energy deal 1 point of energy damage and 1 point of divine damage per divine rank each round.

Positive energy deals 1 point of damage per divine rank to undead creatures, and heals the same amount of damage on living creatures.

Negative energy deals 1 point of negative energy per divine rank to living creatures, and heals the same amount of damage on undead creatures.

Notes: A deity can have this ability multiple times, choosing a different type of energy each time.

Suggested Portfolio Elements: Fire, storms.

EXTRA DOMAIN

The deity gains an extra domain.

Prerequisite: Divine rank 1.

Benefit: The deity chooses one domain to add to her list of domains. She can grant spells and powers from that domain and use those spells and powers personally, just as she can the spells and powers of her other do-

mains.

Notes: A deity can have this ability multiple times, choosing a new domain each time.

Suggested Portfolio Elements: Any.

EXTRA ENERGY IMMUNITY

The deity is immune to some form of energy.

Prerequisites: Divine rank 6, resistance to the energy type selected.

Benefit: The deity gains immunity to acid, cold, electricity, fire, or sonic energy.

Notes: This ability is effective regardless of the attacker (other deities or cosmic entities cannot make a rank check to ignore it).

A deity can have this ability multiple times, choosing a different form of energy each time.

Suggested Portfolio Elements: Any.

EXTRA SENSE ENHANCEMENT

The deity has a sense of sight, hearing, or smell even more acute than normal for a deity.

Prerequisites: Wis 29.

Benefit: The deity chooses one sense to enhance. This ability can extend a sense's range one mile per divine rank, or it can allow the sense to ignore one type of physical or magical blockage. The enhanced sense can penetrate 10 feet of a physical barrier per rank or 100 feet of a less tangible barrier (such as fog or smoke) per rank.

Notes: Some deities have specific applications of this ability that go beyond the normal senses.

A deity can have this ability multiple times, choosing a different sense each time.

Suggested Portfolio Elements: Any.

FOOTSORE

The deity can make living creatures tired.

Prerequisites: Travel domain.

Benefit: The deity can sap the energy from living creatures so that they feel tired. She can affect up to one creature per divine rank at once, but no more than one creature per divine rank each day. All must be within her line of sight when first affected. Subjects can attempt Fortitude saves to resist (the save DC is Charisma-based). Creatures who fail their saves become fatigued and their speed is reduced by half. Furthermore, any mount or vehicle they ride is likewise slowed. The effect lasts one day.

Suggested Portfolio Elements: Travel.

FREE MOVE

The deity can move almost instantaneously.

Prerequisites: Dex 29, Divine Celerity.

Benefit: The deity can move up to her speed once a round as a swift action.

Suggested Portfolio Elements: Travel.

FRIGHTFUL PRESENCE

The deity's attacks strike fear into opponents.

Prerequisites: Cha 25.

Benefit: Whenever the deity performs a specific action specified in her description (usually attacking, but sometimes making an intimidating gesture), foes within a 30-foot-radius burst must make Will saves. Foes within the burst, but not the deity's immediate target, become shaken for 3d6 rounds if they fail their saves. Creatures the deity attacks when she activates the ability become

panicked for 3d6 rounds if they fail their saves. The save DC is Charisma-based, and foes who make successful saving throws are unaffected by this ability for one day.

Suggested Portfolio Elements: Destruction, war.

GIFT OF LIFE

The deity can restore any previously living mortal creature to life.

Benefit: The deity can restore a dead creature to life, no matter how long the creature has been dead or what the condition of the body.

Notes: This ability works like the true resurrection spell, except that there is no material component and the amount of time the subject has been dead is irrelevant.

This ability can restore a creature to life against its will, but only with the permission of whatever deity rules the underworld or the divine realm where the mortal's soul resides. Unwilling mortals may attempt a Will saving throw to resist resurrection. This ability can resurrect an elemental or outsider and can resurrect a creature whose soul is trapped, provided the soul is not held by a deity of higher rank than the one using this ability.

This ability cannot restore life to a creature that has been slain by the Hand of Death ability or the Life and Death ability of another deity except upon a successful opposed rank check. The save DC is Charisma-based.

Suggested Portfolio Elements: Healing, life.

GOVERN THE CHILDREN

The deity can dominate and control the actions of a specific kind of creature.

Prerequisites: Divine Rank 6, Control Creatures.

Benefits: The deity can control an infinite number of one type of creatures that she can control through her Control Creatures ability. This places no great strain upon her being, provided that they are on the same plane as she is.

Additionally, the deity may telepathically call any of these creatures that are within one mile per divine rank, regardless of their ability to understand language. Called creatures begin at once to travel as swiftly as they can to her location in order to serve her.

Suggested Portfolio Elements: Domination, race, supreme.

GROW CREATURE

The deity can make a certain type of creature larger.

Benefit: This ability works like the animal growth spell, except that it can affect up to one creature of the specified type per divine rank each day, all of which must be within the deity's line of sight when first affected. The effect lasts one day.

Notes: A deity can have this ability multiple times, choosing a different type of creature each time.

Suggested Portfolio Elements: Nature.

HAND OF DEATH

The deity can slay any living mortal creature.

Benefit: The deity can point to any mortal within her sensory range and snuff out its life. There must be an unbroken line of effect between the deity and the target.

Notes: This ability works like the *destruction* spell, except that there is no material component. The mortal is allowed a Fortitude saving throw to resist being destroyed. Even if the save succeeds, the subject takes 1d8 damage per rank of the deity, which may kill it anyway. If the attack kills the mortal (either through a failed sav-

ing throw or through damage), the mortal cannot be raised or resurrected afterward, except by a deity using the Gift of Life, Life and Death, or Mass Life and Death salient divine abilities, and that also succeeds on an opposed rank check. The save DC is Charisma-based.

Suggested Portfolio Elements: Death.

INCREASED DAMAGE REDUCTION

The deity is remarkably resistant to physical attacks.

Prerequisites: Con 29.

Benefit: The deity's damage reduction increases 5 and adds an additional requirement to bypass the damage reduction. This requirement can be an alignment opposed to that of the deity or a specific damage type (bludgeoning, piercing, or slashing). Alternately, the deity can waive the additional requirement and instead change her special material requirement to something more unique (such as jade, bone, starmetal, or any material as long as it can be fashioned into a weapon).

Suggested Portfolio Elements: Any.

INCREASED ENERGY RESISTANCE

The deity has resistance to energy beyond the divine norm.

Benefit: The deity gains resistance equal to her divine rank to acid, cold, electricity, fire, or sonic energy.

Notes: A deity can have this ability multiple times, choosing a different form of energy each time. The deity also can have this ability more than once for a single type of energy. When applied to an energy type that the deity already resists, this ability increases the resistance by 10.

Suggested Portfolio Elements: Any.

INCREASED SPELL RESISTANCE

The deity has spell resistance beyond the divine norm.

Benefit: The deity's spell resistance increases by 20.

Notes: A deity can have this ability multiple times, and its effects stack. A deity with two applications of this ability improves her spell resistance by 40.

Suggested Portfolio Elements: Magic.

INDOMITABLE STRENGTH

The deity is very difficult to beat in contests of strength.

Prerequisite: Str 40, Strength domain.

Benefit: If required to make an opposed roll involving Strength (including grapple checks), the deity receives a divine bonus of +25 on her roll. This bonus stacks with the normal divine rank bonus.

Suggested Portfolio Elements: Strength.

INSTANT COUNTERSPELL

The deity can counterspell as a free action.

Benefit: The deity gains Epic Counterspell as a bonus feat. She can use her spell-like abilities as counterspells in addition to her normal spells.

Suggested Portfolio Elements: Magic.

INSTANT MOVE

The deity can move almost instantaneously.

Prerequisites: Divine rank 6, Dex 29.

Benefit: As a move action, the deity can travel up to 30 feet per divine rank, as though using the *dimension door* spell, except that the deity never appears within a solid object and can act immediately after teleporting.

Suggested Portfolio Elements: Travel.

IRRESISTIBLE BLOWS

The deity's attacks with a specific melee weapon are almost impossible to avoid.

Prerequisites: Weapon Focus and Improved Critical with the selected melee weapon.

Benefit: When the deity makes a melee attack with the chosen weapon against a creature, resolve the attack as a melee touch attack (the weapon blow ignores armor and natural armor bonuses). If the weapon hits, the creature struck must make a Fortitude save or be stunned for 1d10 rounds. The save DC is Constitution-based.

The deity's attacks with the chosen weapons are considered to be adamantite for purposes of bypassing damage reduction and hardness.

Notes: A deity can have this ability multiple times, choosing a different kind of weapon each time.

Suggested Portfolio Elements: War.

IRRESISTIBLE PERFORMANCE

Prerequisites: Perform 40 ranks.

Benefit: When the deity sings, plays a musical instrument, tells jokes, recites verse, or engages in any other type of performance as a full-round action, she has the option to create any of the following effects. She can use this ability a number of times per day equal to her divine rank. It affects up to one creature per divine rank within a burst with a radius of 10 feet per divine rank, centered on the deity. All save DCs are Charisma-based.

- Affected creatures become unable to take actions; instead, they dance, observe the performance with rapt attention, laugh, or applaud at the deity's option. The affected creatures also suffer a –4 penalty to Armor Class, cannot succeed at Reflex saves (except on a roll of 20), and cannot use shields. Creatures can resist this mind effect with a successful Will save. The effects last for as long as the deity performs and for up to 1 round per divine rank thereafter.
- Affected creatures become blissfully calm. They are immune to fear and compulsion effects, except for those created by deities or cosmic entities that succeed on a rank check against the performing deity. Fear and compulsion effects already operating on affected creatures are countered and dispelled. This ability also counters and dispels rage effects except for those created by deities or cosmic entities that succeed on a rank check against the performing deity. Immunity to fear and compulsion last for as long as the deity performs and for up to 1 round per divine rank thereafter.
- Affected creatures fall asleep. This works like the sleep spell, except that any living creature can be affected. Creatures can resist this mind-affecting effect with Will saves. Affected creatures sleep for up to 1 hour per divine rank or until awakened. The deity can end the effect at will.
- Affected creatures are so deeply moved that they simply die. Only living creatures with Hit Dice equal to or less than the deity's divine rank are affected. Creatures can resist the effect with Fortitude saves.
- Once a creature makes a successful save against one of the deity's performances, the creature cannot be affected again for one day.

Note: Not all deities with this ability can create all the mentioned effects, as specified in the deity descriptions.

Suggested Portfolio Elements: Art, bards, beauty, dance, love, music, poetry.

KNOW DEATH

The deity knows when and how creatures will meet their end.

Benefit: The deity knows the exact moment and circumstances of any mortal creature's death just by looking at the creature.

Suggested Portfolio Elements: Death.

KNOW SECRETS

No secrets can be kept from the deity.

Benefit: The deity can learn a creature's entire history (including any embarrassing or vital secrets it might know) just by looking at it. This ability is similar to the *legend lore* spell, except that it delivers instant results and the subject is allowed a Will save to avoid the effect. The save DC is Charisma-based.

Suggested Portfolio Elements: Knowledge, secrets.

LAY CURSE

The deity can place a debilitating curse on creatures.

Benefit: This ability works like the *bestow greater curse* spell, except that the curse can be removed only by another deity or a cosmic entity that succeeds on a rank check against the cursing deity. The save DC is determined as a salient divine ability, not a spell, and is Charisma-based.

The deity can affect up to one creature per divine rank at once, but no more than that number each day. All must be within the deity's line of sight when first affected.

Suggested Portfolio Elements: Evil.

LAY QUEST

The deity can enchant creatures so they are compelled to perform some service of her choosing.

Benefit: This ability works like the *geas/quest* spell, except that it works only on mortals and it can be removed only by a deity or cosmic entity that succeeds on an opposed rank check against the deity who lays the quest. The deity can affect up to one creature per divine rank at once, but no more than that number each day. All must be within her line of sight when first affected. The save DC is determined as a salient divine ability, not a spell, and is Charisma-based.

Suggested Portfolio Elements: Justice, law.

LIFE AND DEATH

The deity can kill a mortal creature almost anywhere. Likewise, the deity can bestow life upon any dead mortal being almost anywhere.

Prerequisites: Divine rank 6, Gift of Life or Hand of Death.

Benefit: The deity designates any mortal and snuffs out its life. The mortal is allowed a Fortitude saving throw to resist. Even if the save succeeds, the subject takes 1d8 damage per rank of the deity, which may kill it anyway.

Alternately, the deity can designate any dead mortal and restore it to life. Unwilling mortals may attempt a Will save against the same DC to resist *resurrection*.

The save DCs are Charisma-based.

Notes: This ability works across planar boundaries and penetrates any barrier except a divine shield. However, the subject must be in a location the deity can sense, either within the deity's sense range or in a location the deity can perceive through its remote sensing ability. If the deity cannot see the subject, the deity must

unambiguously identify the subject in some fashion. If the deity chooses to kill a mortal, the ability works like the *destruction* spell, except that there is no material component. The mortal cannot be *raised* or *resurrected* afterward, except by a deity using the Gift of Life or Life and Death ability, who must succeed on a rank check against the deity that slew the mortal.

If the deity restores life to a mortal, this ability works like the *true resurrection* spell, except that there is no material component and the amount of time the subject has been dead is irrelevant.

This ability cannot restore a creature to life against its will, but it can *resurrect* an elemental or outsider. It can *resurrect* a creature whose soul is trapped - if the soul is held by another deity or a cosmic entity, the deity must succeed on an opposed rank check to free it.

This ability can only restore life to a creature that has been slain by the Hand of Death, Life and Death, or Mass Life and Death ability if the deity succeeds on an opposed rank check against the deity that slew the creature.

Rest: After using either version of this ability, the deity must rest for 1 minute per level or Hit Die of the creature affected.

Deities whose portfolio includes life or death do not have to rest after using this ability.

Suggested Portfolio Elements: Death, life, supreme.

LIFE DRAIN

The deity can create a dark cloud that saps life energy.

Prerequisites: Death domain.

Benefit: As a swift action, the deity can generate a cloud of darkness that rises from her body in a spread 10 feet high with a radius of 10 feet per divine rank. The cloud blocks sight as a deeper darkness spell does, except that it cannot be countered by light effects (other than those cast by deities or cosmic entities that succeed on a rank check). Living creatures must make Will saves or die. Even with a successful save, living creatures still gain two negative levels (the save DC to remove the negative levels is the same as the first Will save). A single creature can be drained by the cloud only once per day, but the cloud's darkness remains effective. The save DC is Charisma-based.

Suggested Portfolio Elements: Death, undead.

MASS DIVINE BLAST

The deity can channel part of her personal energy into an attack. This ability can be used against multiple targets or an area.

Prerequisites: Divine rank 6, Cha 29, Divine Blast.

Benefit: This ability works like the Divine Blast ability, except that the deity can specify up to five targets per rank, no two of which can be more than one mile apart per rank, or an area. The area can be a cone, burst, spread, or cylinder. A cone can be up to 100 feet long per rank. A burst or spread can have a radius of up to 50 feet per rank. A cylinder can have a radius of up to 50 feet per rank and a height of up to 10 feet per rank. The deity chooses the attack's exact form and dimensions.

Each use of this ability counts as a use of her Divine Blast ability.

Suggested Portfolio Elements: Death, destruction, war.

MASS LIFE AND DEATH

The deity can kill large numbers of mortal creatures

almost anywhere. Likewise, the deity can bestow life upon large numbers of dead mortals almost anywhere.

Prerequisites: Divine rank 16, Gift of Life or Hand of Death, Life and Death.

Benefit: The deity can designate any number of mortals and snuff out their lives. Or she can designate any number of dead mortals and restore them to life. The targets are allowed saving throws just as with Life and Death.

Notes: No two mortals affected by a single use of this ability can be more than one mile apart per rank of the deity. The ability is otherwise identical to the Life and Death salient divine ability.

Rest: After using either version of this ability, the deity must rest for 1 minute per level or Hit Die of the creatures affected.

Suggested Portfolio Elements: Death, supreme.

MASTER CRAFTER

The deity's Craft skills and item creation capabilities are beyond compare.

Prerequisites: 23 ranks in two different Craft skills.

Benefit: Any object the deity creates is treated as a masterwork item, but uses the base item price (not the masterwork price) to determine time and cost required to create it. Any item she creates also has twice the hit points it would normally have, and its break DC is increased by +10. These benefits apply to walls, doors, and other components of buildings the deity creates, as well as smaller items.

Suggested Portfolio Elements: Crafts, creation.

MIND OF THE BEAST

The deity can make plants and animals sentient, and she can reduce sentient creatures to animal or plant form.

Benefit: The deity can grant humanlike sentience to trees or animals. This sentience lasts a maximum of one day, and the sentient tree or animal obeys her commands to the best of its ability. The deity can affect up to one creature per divine rank at once, but no more than that number each day. All must be within her line of sight when first affected.

Also, the deity can transmute any creature into a plant or animal of approximately the same size or up to two size categories smaller. The subject is allowed a Fortitude save to resist. Subjects turned into plants become objects. Subjects turned into animals have the same abilities and statistics of the kind of animal the deity chooses.

Either effect can be made permanent through the use of alter reality. The save DC is Charisma-based.

Suggested Portfolio Elements: Nature.

OVERLORD

Prerequisites: Divine rank 16, Control Creatures, Govern the Children.

Benefits: The deity can control an infinite number of one type of creatures that she can control through her Control Creatures ability. This places no great strain upon her being, provided that they are on the same plane as she is.

Additionally, the deity may telepathically call any of these within the same plane, regardless of their ability to understand language. Called creatures begin at once to travel as swiftly as they can to her location in order to serve her.

Suggested Portfolio Elements: Domination, race, supreme

POSSESS MORTAL

The deity can infuse some of her energy into a mortal, turning the mortal into an extension of herself.

Prerequisites: Cha 29.

Benefit: The deity can possess any mortal in any location she can sense. Unwilling mortals can attempt Will saves; the save DC is Charisma-based.

Notes: Spells that prevent possession block this ability if the mortal is unwilling. Likewise, spells that end possession drive out the deity if the mortal is unwilling. If the mortal is willing, however, the deity cannot be blocked or driven out, except by a divine shield or the use of alter reality by another deity who makes a successful rank check.

The possessed mortal effectively becomes an avatar of the deity. The deity can draw on all the possessed mortal's memories, and the deity senses what the mortal senses. Each mortal possessed counts as a remote location where the deity is sensing and communicating.

While the deity is in possession, the mortal's abilities are unchanged, except as noted below.

Type: Same as the deity.

Hit Points: Same as the mortal, +1 for each rank of the deity.

Armor Class: The mortal gains a divine bonus to Armor Class equal to half the deity's divine rank.

Ability Scores: Strength, Dexterity, and Constitution are unchanged. Intelligence, Wisdom, and Charisma become 5 points lower than the deity's (or remain as the mortal's scores if they are higher).

Saves: Fortitude and Reflex same as the mortal; Will adjusted if necessary for the mortal's new Wisdom score.

Skills: The mortal can use its own skills and the deity's skills. If the mortal and the deity have the same skill, use the skill of whichever has more ranks in the skill. Use the mortal's effective ability scores to determine skill modifiers.

Suggested Portfolio Elements: Supreme.

POWER OF LUCK

The deity can bestow good luck or ill.

Prerequisites: Luck domain.

Benefit: The deity can give creatures good or bad fortune. She can affect up to one creature per divine rank at once, but no more than that number each day. All must be within the deity's line of sight when first affected. Subjects receive a luck bonus of +1 per divine rank or a luck penalty of -1 per divine rank on attack rolls, saves, and checks for one day. Any creature that attacks the deity automatically suffers the luck penalty, and this does not count against the deity's daily uses of this ability.

Suggested Portfolio Elements: Fate, gambling, luck.

POWER OF NATURE

The deity can control the forces of nature.

Benefit: The deity can perform any of the following in a radius of one mile per divine rank around her person at will, as a full-round action.

- Create or quell winds to produce anything from still air to tornado force winds.
- Set the temperature anywhere from -50°F to 120°F.
- Shake the earth, as the earthquake spell.
- Create rain, sleet, hail, snow, or thunderstorms. These effects last as long as the deity concentrates and for up

to 1 minute per divine rank afterward. The deity can end an effect as a free action.

Suggested Portfolio Elements: Nature, sea, weather.

POWER OF TRUTH

The deity can discern lies and compel creatures to tell the truth.

Benefit: The deity knows when anyone deliberately lies. This ability works like the *discern lies* spell, except that it works continuously and applies to any creature the deity can perceive. The deity must make a successful rank check to use this ability against another deity or a cosmic entity.

The deity also can enchant creatures so they become truthful. She can affect up to one creature per divine rank at once, but no more than that number each day. All must be within the deity's line of sight when first affected. The enchanted creatures become unable to utter any deliberate falsehoods or evasions of truth for one day. The subject is allowed a Will save to resist. Subjects who make successful saves become immune to this ability for one day. The save DC is Charisma-based.

Suggested Portfolio Elements: Justice, law, truth.

REJUVENATION

If destroyed, the deity simply re-forms.

Prerequisites: Divine rank 11, Divine Fast Healing.

Benefit: When the deity suffers an attack that should destroy her, she simply disperses and reassembles later. Roll 10d10 to determine the number of days before she returns.

Notes: If the deity is killed in her own realm, subtract her divine rank from the number of days it takes to return. If the deity's realm is on a divinely morphic Outer Plane, and she is killed there, subtract twice her divine rank from the number of days it takes to return. The return always takes at least one day.

If the deity is killed by another deity or a cosmic entity, the attacker can attempt to negate this ability with a successful opposed rank check.

Suggested Portfolio Elements: Death, life, undead.

SEE MAGIC

The deity can see magical auras just by looking at them.

Prerequisites: Magic domain.

Benefit: This ability is similar to a constant *greater arcane sight* spell, except that it covers the whole area the deity can see, and the deity immediately knows the number of auras present along with their locations and strengths. She needs to make a Spellcraft check to identify the school of each aura, but most deities with this ability can use Spellcraft as an immediate action.

Suggested Portfolio Elements: Magic.

SHAPECHANGE

The deity can assume the form of any living, corporeal creature (but not the form of another deity). This is an extraordinary ability.

Prerequisites: Divine rank 11, Alter Size, Alter Form.

Benefit: The deity can assume the form of any animal, dragon, fey, giant, humanoid, magical beast, monstrous humanoid, or plant. The assumed form must be both living and corporeal. She can remain in the assumed form indefinitely, but resumes her own form if slain.

Notes: This ability works like the Shift Form salient

divine ability, except that the deity is not limited to a set number of forms and as noted here.

The deity can use her Alter Size ability simultaneously with this one to become as small as a grain of sand or as large as 1,600 feet in the assumed form's greatest dimension.

The deity can use this ability to create disguises, gaining a bonus of +20 on her Disguise checks.

Suggested Portfolio Elements: Nature, secrets, thieves.

SHIFT FORM

The deity can assume the forms of creatures related to her portfolio. This is an extraordinary ability.

Prerequisites: Divine rank 6, Alter Size, Alter Form.

Benefit: The deity can assume the form of another creature. The forms she can assume are limited and vary with each deity. The forms allowed are listed in the deity's description. She can remain in the assumed form indefinitely, but resumes her own form if slain.

Notes: The deity acquires the physical, natural, and extraordinary abilities of the form she has assumed (but not spell-like or supernatural abilities) while retaining her own mind. Physical abilities include natural size and Strength, Dexterity, and Constitution scores. Natural abilities include armor, natural weapons (such as claws, bite, swoop and rake, and constriction; but not petrification, breath weapons, energy drain, energy effect, and the like), and similar gross physical qualities (presence or absence of wings, number of extremities, and so on). A body with extra limbs does not allow the deity to make more attacks (or more advantageous two-weapon attacks) than normal. Natural abilities also include mundane movement capabilities, such as walking, swimming, and flight with wings. The deity's speed is that of the assumed form or her normal speed, whichever is higher.

In general, any part of the body or piece of equipment that is separated from the whole reverts to its original form. However, if the assumed form has an extraordinary ability that allows it to produce a substance or shed part of its body, then this ability also grants that ability.

The deity retains her Intelligence, Wisdom, and Charisma scores, level and classes, alignment, base attack bonus, and base saves. (New Strength, Dexterity, and Constitution scores may affect final hit point total and attack and save bonuses.) The deity retains her outsider type, extraordinary abilities, spells, and spell-like abilities, but not her supernatural abilities.

The deity also retains her divine Armor Class bonus and divine qualities and abilities, provided they are not supernatural.

The deity can cast spells for which she has components. She needs a voice like that of a humanoid for verbal components and hands like those of a humanoid for somatic components. Likewise, the deity needs hands to use many of her powers, such as creating objects related to her portfolio.

When the shape shift occurs, the deity's equipment, if any, transforms to match the new form. If the new form is a creature that does not use equipment (aberration, animal, beast, magical beast, construct, dragon, elemental, ooze, some outsiders, plant, some undead creatures, or vermin), the equipment melds into the new form and becomes nonfunctional.

Material components and focuses melded in this way cannot be used to cast spells. If the new form uses equip-

ment (fey, giant, humanoid, some outsiders, many undead creatures), the deity's equipment changes to match the new form and retains its properties.

This ability cannot confer class levels or class abilities.

The deity can change physical qualities such as hair color, hair texture, skin color, and gender. The deity can use this ability to create disguises, gaining a bonus of +15 on her Disguise checks.

The deity can use her Alter Size ability simultaneously with this one to become as small as a grain of sand or as large as 1,600 feet in the assumed form's greatest dimension.

Suggested Portfolio Elements: Nature.

SPEAK WITH CREATURES

The deity can converse with certain types of creatures, as specified in her description.

Benefit: The deity has the supernatural ability to converse with the specified creature. This ability works like a permanent speak with animals or speak with plants spell, or like a tongues spell that only allows the deity to converse with the specified type of creature.

Notes: A deity can have this ability multiple times, choosing a different type of creature each time.

Suggested Portfolio Elements: Nature.

SPONTANEOUS ARCANES SPELLS

The deity can spontaneously cast any arcane spell available to her.

Prerequisites: Divine rank 6, spellcaster level 1st, Int 29, Spell Mastery, Arcane Mastery salient divine ability.

Benefit: This ability works like a cleric's ability to cast cure spells spontaneously, except that it applies to arcane spells from the appropriate spell list. The deity must have a sufficient Intelligence score and caster level to cast the spell.

Suggested Portfolio Elements: Knowledge, magic.

STRIDE

The deity can move rapidly over long distances, can make living creatures travel faster, and can jump extraordinary distances.

Prerequisites: Travel domain.

Benefit: The deity's movement is doubled on the local or overland scales. In addition, she can impart extra overland speed to living creatures. She can affect up to one creature per divine rank at once, but no more than that number each day. All must be within the deity's line of sight when first affected. Creatures who receive this boon double their speeds on the local or overland scales.

Suggested Portfolio Elements: Travel.

SUNDER AND DISJOIN

The deity can destroy weapons and items used against her in combat.

Benefit: If any weapon or item is used against the deity in combat, she can destroy it with a touch. Treat a successful touch as a combination of a *disintegrate* spell and a *mage's disjunction* spell, both targeted exclusively at the touched item. The save DC for both effects is 19 + the deity's Charisma modifier. An item remains vulnerable to this ability for up to one day after being used against the deity.

Suggested Portfolio Elements: Victory, war.

SUPREME DAMAGE REDUCTION

Prerequisite: Divine rank 6, Increased Damage Reduction.

Benefit: This ability adds a creation process requirement for the weapon needed to bypass the deity's damage reduction. A deity can't choose this ability more than once. This requirement can be as unique as desired, such as requiring a weapon to be forged from tarrasque bones and cooled in the blood of a willing angel.

SUPREME ELDRITCH KNOWLEDGE

The deity's knowledge of arcane spells is complete.

Prerequisites: Divine rank 6, spellcaster level 1st, Cha 29, Extra Spell, Eldritch Knowledge, Magic domain.

Benefit: The deity knows all arcane spells that she can cast. This includes all spells on the appropriate spell list as well as non-standard spells created according to the spell creation guidelines in the *DUNGEON MASTER'S GUIDE* and other rulebooks.

Suggested Portfolio Elements: Knowledge, magic.

SUPREME INITIATIVE

The deity always goes first in the initiative order. This is an extraordinary ability.

Prerequisites: Dex 29, Improved Initiative.

Benefit: The deity goes first in the initiative order, no matter what her initiative result is or what initiative result anyone else in an encounter or battle has.

Notes: Determine initiative normally among any beings who don't have this ability, placing them in order after the deity. The deity can choose to delay or ready an action, just any other being can, and doing so changes her initiative as normal. The deity also can refocus, thereby resuming her position at the beginning of the initiative order.

If two or more deities who have this ability are in the same battle, the deity with the highest divine rank gets the first position in the initiative order, the deity with the second highest rank gets the second position, and so on. Other beings then go in order after the last deity with the Supreme Initiative ability.

If two deities with this ability and the same divine rank are in a battle, make an initiative check for each deity, and the deity with the higher result goes first.

Suggested Portfolio Elements: Agility, thieves, war.

TRUE KNOWLEDGE

The deity's mastery of knowledge is nearly complete.

Prerequisites: Divine rank 11, Int 40, bardic knowledge or lore class feature and 10th level in the class that grants the ability, Knowledge domain.

Benefit: The deity never fails a bardic knowledge or lore check, no matter how obscure the knowledge involved. She speaks and understands all languages. The deity can use *legend lore* and *analyze dweomer* as immediate actions.

Suggested Portfolio Elements: Knowledge.

TRUE SHAPECHANGE

The deity can assume the form of any creature or object, but not the form of another deity. This is an extraordinary ability.

Prerequisites: Divine rank 16, Alter Size salient divine ability, Alter Form salient divine ability, Shapechange salient divine ability.

Benefit: The deity can assume the form of any object or creature. The deity can remain in the assumed form indefinitely, but it resumes its own form if slain.

Notes: This ability works like the Shift Form salient divine ability, except as noted below.

The deity can take any form, living or unliving, corporal or incorporeal. The deity gains the supernatural abilities of the assumed form.

The deity can use this ability to create disguises, gaining a bonus of +20 on its Disguise checks.

The deity can use its Alter Size ability simultaneously with this one to become as small as a grain of sand or as large as 1,600 feet in the assumed form's greatest dimension.

Suggested Portfolio Elements: Nature, secrets, thieves.

UNDEAD MASTERY

The deity has absolute dominion over the undead.

Prerequisites: Divine rank 14, Cleric level 17th.

Benefit: The deity can automatically command or destroy any undead creature, as desired, as a swift action. The deity can do this as often as desired, but she can command no more than one undead creature per divine rank (regardless of the creatures' Hit Dice) at any one time.

The deity can ignore Turn Immunity when attempting to turn or rebuke undead, but cannot use this ability to affect such creatures. Undead deities receive rank checks to resist these effects.

Suggested Portfolio Elements: Death, life, undead.

UNDEAD QUALITIES

The deity, though alive, shares some of the qualities of the undead.

Benefit: The deity gains the following special qualities:

- Darkvision out to 60 feet.
- Immunity to all mind-affecting effects (charms, compulsions, phantasms, patterns, and morale effects).
- Immunity to poison, sleep effects, paralysis, stunning, disease, and death effects.
- Negative energy (such as an inflict spell) heals the deity, while positive energy (such as a cure spell) causes her damage.

Suggested Portfolio Elements: Death, undead.

WAVE OF CHAOS

The deity can cause nearby creatures to act unpredictably.

Prerequisites: Chaotic alignment.

Benefit: The deity can create a wave of mental force that extends from her person in a spread with a radius of 10 feet per divine rank. Creatures within the spread must make Will saves or be forced to act unpredictably. This ability works like a confusion spell cast by a sorcerer of level 10 + the deity's divine rank. The save DC is Charisma-based.

Suggested Portfolio Elements: Chaos.

WOUND ENEMY

Any weapon the deity wields causes a bleeding wound when it hits.

Prerequisites: Base attack bonus +20.

Benefit: Any weapon wielded by the deity deals damage to a creature such that a wound it causes deals 1d6 points of damage per round thereafter in addition to the normal damage from the weapon. Multiple wounds from the deity result in cumulative bleeding loss (two wounds

for 2d6 points of damage per round, and so on). The bleeding can only be stopped by a successful Heal check (DC 15 + the deity's rank) or the application of any cure spell or other healing spell (heal, healing circle, and so on).

Notes: The ability functions only when the deity personally attacks with a physical weapon. She can apply the ability to any weapon or natural weapon, but not to a spell, spell-like ability, supernatural ability, or divine ability. A deity can have this ability multiple times, and its effects stack.

Suggested Portfolio Elements: Death, pain, war.

Spell Slots Above 9th Level

The Divine Spellcasting ability grants deities access to spell slots above 9th level (which can be used to hold lower-level spells or spells whose level has been increased above 9th by the use of metamagic feats). The number of spell slots available to a deity depends on her key ability score (Intelligence for wizards, Wisdom for clerics, druids, paladins, and rangers, and Charisma for bards and sorcerers), as shown on Table: Divine Spellcasting.

The numbers on this table include bonus spells that a deity receives for having a sufficiently high ability score, as well as one additional spell of each level at which she gains at least one bonus spell. This additional spell is one of the benefits of the Divine Spellcasting salient divine ability.

Table C-13: Spell Slots above 9th Level

Ability Score	Spell Level																
	10	11	12	13	14	15	16	17	18	19	20	21	22	23	24	25	
10-11	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
12-13	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
14-15	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
16-17	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
18-19	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
20-21	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
22-23	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
24-25	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
26-27	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
28-29	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
30-31	5	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
32-33	5	5	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
34-35	5	5	5	-	-	-	-	-	-	-	-	-	-	-	-	-	
36-37	5	5	5	5	-	-	-	-	-	-	-	-	-	-	-	-	
38-39	5	5	5	5	4	-	-	-	-	-	-	-	-	-	-	-	
40-41	5	5	5	5	4	4	-	-	-	-	-	-	-	-	-	-	
42-43	5	5	5	5	4	4	4	-	-	-	-	-	-	-	-	-	
44-45	5	5	5	5	4	4	4	4	-	-	-	-	-	-	-	-	
46-47	5	5	5	5	4	4	4	4	3	-	-	-	-	-	-	-	
48-49	5	5	5	5	4	4	4	4	3	3	-	-	-	-	-	-	
50-51	5	5	5	5	4	4	4	4	3	3	3	-	-	-	-	-	
52-53	5	5	5	5	4	4	4	4	3	3	3	3	-	-	-	-	
54-55	5	5	5	5	4	4	4	4	3	3	3	3	2	-	-	-	
56-57	5	5	5	5	4	4	4	4	3	3	3	3	2	2	-	-	
58-59	5	5	5	5	4	4	4	4	3	3	3	3	2	2	2	-	